Ameren Illinois Company d/b/a Ameren Illinois

MODERNIZATION ACTION PLAN

Infrastructure Investment Program

2012 – 2021

April 1, 2013

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Executive Summary

Plan Overview

On January 3, 2012, Ameren Illinois Company ("AIC") filed its proposed performance-based formula rate, Modernization Action Plan - Pricing ("Rate MAP-P"), with the Illinois Commerce Commission ("Commission") pursuant to Section 16-108.5 of the Public Utilities Act ("Act"). The Commission commenced Docket No. 12.0001 to review that filing. In making that filing, AIC confirmed that it elected to become a "participating utility", and committed to undertake the investments described in Section 16-108.5(b) of the Act. Section 16-108.5(b) also required AIC, within 60 days of such filing, to submit a plan for satisfying its infrastructure investment program commitments, which included information regarding scope, schedule and staffing, as well as certain information about its Smart Grid test bed plan. Accordingly AIC submitted on March 2, 2012 its Modernization Action Plan for 2012-2021. Each year for the life of the Plan, a revision is to be submitted on or before April 1st of each year.

Accordingly, AIC submits to the Commission this revised Infrastructure Investment Program, hereafter referred to as the "Plan". The Plan organizes individual projects under two broad categories of investment. AIC has further broken these categories down into six more detailed areas.

Infrastructure & Modernization Investments: Section 1 of the Plan sets forth electric system upgrades, modernization projects, and training facilities. AIC has further broken these investments into two subcategories:

A. Infrastructure Improvements

B. Training Facilities

Smart-Grid Related Investments: Section 2 of the Plan describes the Smart Grid electric system upgrades, as well as AIC's Smart Grid Test Bed Plan. AIC has further broken these investments into four subcategories:

A. Distribution Automation

B. AMI

C. Volt/Var Optimization

D. Software and Technology Enhancements

This Plan includes an estimated cumulative total of $265 million of capital investment plus associated expenses in electric system upgrades, modernization projects, and training facilities over the planned ten year period plus the permitted ramp up and ramp down time. The Plan also includes an estimated cumulative total of $377.5 million of capital investment and associated expenses in Smart Grid electric system upgrades over the planned ten year period plus the permitted ramp up and ramp down time.

As required by Section 16-108 (b), the total estimated $642.5 million of cumulative capital investment under this Plan will be incremental to AIC's total annual capital investment program, as defined in Section 16-108.5(b). That is, over the term of the Plan, AIC will invest an estimated cumulative total of $642.5 million capital greater than capital investments invested by AIC's average capital spend for calendar years 2008, 2009, and 2010, as reported in AIC's applicable Federal Energy Regulatory Commission ("FERC") Form 1s.

If the forecasted incremental capital investment costs are expected to exceed $720 million, a report will be submitted to the Commission that identifies the increased costs and explains the reasons. The report shall be submitted no later than the year in which the forecasts

will exceed incremental capital investment costs of $720 million. In no case will $720 million in incremental capital investment costs be exceeded without the approval of the General Assembly.

The information provided within the Plan details the investments AIC made in 2012, and is illustrative of the investments that AIC currently proposes to make in 2013–2021 pursuant to Section 16-108.5 of the Act. All investments and amounts shown are subject to revision as AIC refines and adapts its Plan in light of future analysis, findings and circumstances. The work may evolve from that now originally planned; and planned schedules may be either accelerated or delayed. Implementation of the Plan may also require either fewer or more units of work at lower or higher cost, even if the scope and timing of the planned work does not change. Such occurrences shall not imply the imprudence or unreasonableness of the Plan, including, but not limited to, its programs, cost or schedule.

As with any long range forecast, uncertainty increases as the planning horizon is extended. Although these estimates are made with currently available information, they are expected to change over the course of the program as new information becomes available, and based on actual results.

At this time, detailed engineering has not been completed on the majority of the identified programs. Therefore the costs of most of the specific individual projects are unknown. Instead AIC has used past experience and research to approximate the expected average cost of each unit for each program. The capital costs and associated installed units shown in this Plan are derived from these estimates. In subsequent plan submittals, it is likely the number of units proposed to be installed each year and the dollars so allocated will change as detailed engineering is completed on specific projects.

In the event that Section 16-108.5 becomes inoperative or MAP-P is terminated, then the Plan, including but not limited to all programs and investments, will also become inoperative and terminate immediately, which is permitted by law.

Summary Plan Scope

For the purpose of this Plan, the following terminology is used for standard reference.

1. High Voltage Distribution – Equipment typically operating at a voltage greater than 15kV but less than 100kV.
2. Primary Distribution – Equipment typically operating at a voltage greater than 600V but less than or equal to 15kV.

Infrastructure & Modernization

A. ***Infrastructure Improvements.*** These programs include, but are not limited to, the following list. A detailed description of each is set forth in Section 1.

1. Replace Primary Distribution Reclosers
2. Substation Animal Protection
3. Bulk Substation Improvements
4. Distribution Substation Transformer Reserve
5. Tie Capability - Line 6973
6. Substation Low Side Auto Transfer
7. High Voltage Distribution Pole Reinforcement
8. Replace High Voltage Distribution Breakers
9. Spacer Cable Program

10. Rebuild Primary Distribution Lines
11. Primary Distribution Lines Capacity Additions
12. Bulk Transformer Outage Mitigation
13. Rebuild High Voltage Distribution Lines
14. Expand Bulk Supply Substations
15. Underground Primary Distribution Cable
16. System Ties Primary Distribution Lines
17. CERT (Customers Exceeding Service Reliability Standards) Remediation

These programs are planned to be completed over a ten-year period, plus reasonable ramp up and ramp down periods. More detailed descriptions of each of these programs, including scope, schedule, incremental capital investment projections, and staffing are included in Section 1 of this document.

B. **Training Facilities** – This program provided for the purchase and renovation of a training facility in the Belleville area to facilitate electric, relay and smart grid training. This facility consists of indoor and outdoor training space that will provide state of the art classroom facilities in addition to hands-on training with physical equipment. The program also included the capital investments necessary to enhance our current electric training facility in Decatur.

A more detailed description of this program including scope, schedule, incremental capital investment projections, and incremental staffing are included in Section 2 of this document.

Smart Grid

A. ***Distribution Automation*** - These programs include, but are not limited to, the following list. A detailed description of each is set forth in Section 3.

1. Primary Distribution Automation
2. Communication Infrastructure
3. High Voltage Distribution Relaying
4. Distribution Substation Metering
5. High Voltage Distribution Automation
6. Smart Grid Test Bed (Attachment 1).

Descriptions of each of these programs, including scope, schedule, incremental capital investment projections, incremental staffing and units of work are included in Section 3 of this document.

B. **Advanced Metering Infrastructure (AMI)** - At the completion of this program, 62% of the retail meters on the AIC distribution system will have been replaced with Smart Meters. This program includes deployment of an Advanced Metering Infrastructure ("AMI"), which provides a two-way communications infrastructure to support other customer services. Expected benefits include reductions in estimated electric bills, reduced consumption on inactive electric meters, and uncollectables. The projected AMI capital investments in this plan are based on an electric allocated apportionment of the AIC total AMI plan. Investment amounts allocated towards electric service will

substantially increase if the gas portion of AMI is not implemented. More specific information can be found in the most recent AMI Plan update report submittal.

C. ***Volt/Var Optimization –*** This program includes, but is not limited to, the following list. A detailed description of each is set forth in Section 5.

1. High Voltage Distribution Volt/Var Control
2. Primary Distribution Volt/Var Control.

Descriptions of each of these programs, including scope, schedule, incremental capital investment projections, incremental staffing and units of work are included in Section 5 of this document.

D. ***Software and Technology Enhancements -*** These programs include, but are not limited to, the following descriptive list. A detailed description of each is set forth in Section 5.

1. ADMS (Advanced Distribution Management System)
2. DEW Replacement (Distribution Engineering Workstation)

Descriptions of each of these programs, including scope, schedule, incremental capital investment projections, incremental staffing and units of work are included in Section 5 of this document.

Components of the Plan and program' scopes and priorities may evolve and be revised. These revisions will be consistent with requirements of the Act, and will be initiated over the course of the investment period as new information is obtained and AIC refines and adapts its Plan in light of that information and other future developments.

Summary Plan Schedule

The program schedule explains when each program is planned to start and end. Most schedules represent a rolling year plan, containing the number of units estimated to be installed. It is recognized that scope priorities will be adjusted over the course of the programs as new information is obtained. A reasonable ramp up and ramp down period is assumed for each program schedule.

The entire Plan covers a ten-year time period. The years prior to the current year are reported as "actuals." The current and future years are reported as "projected." All program areas are planned for completion within ten years. All time periods are allowed to add a reasonable ramp up and ramp down period.

Summary Plan Capital Investments

The program projection identifies the estimated annual incremental capital investments for each program. The Plan investment total is estimated to be $642.5 million in incremental capital investments plus associated expenses. As prescribed by the Act, the estimated $642.5 million of capital investment under the Plan must be incremental to AICs annual capital investments, which the Act defines as AIC's "average capital spend for calendar years 2008, 2009, and 2010 as reported in the applicable Federal Energy Regulatory Commission ("FERC") Form 1." 220 ILCS 5/16-108.5(b). The annual electric distribution (excluding transmission) capital investments for calendar years 2008, 2009, and 2010 are $245.6 million, $249.5 million, and $190.2 million, respectively, as reflected in the statement of cash flows from each year's respective FERC Form 1. This results in an annual baseline of $228.4 million, derived by summing $245.6 million, $249.5 million, $190.2 million, and then dividing the total of $685.3 million by 3. Thus, the baseline, over the ten year period is $228.4 million.

Throughout this document, 2012 information represents the "actuals" as known at time of this submittal.

Summary Plan Staffing

Program staffing identifies the annual incremental full-time equivalent ("FTE") employees required for completion of program scope of work. (See Appendix A) The 2012 actual FTE's reported are those that meet the reporting requirements of the Act. The actual number of FTE's required to complete the identified scope of work may have been larger.

Estimated worker-hours are composed primarily of:

1. Worker-hours charged directly to work orders associated with specific scopes of work.
2. Worker-hours charged on timesheets in support of the Plan.
3. Supporting staff such as clerical, stores, fleet, supervision, etc. through indirect overheads.

Worker-hours charged on timesheets in support of the Plan and man-hours through indirect overheads have been allocated to the specific scopes of work proportionally, based on the estimated worker-hours charged to work orders for specific scopes of work. The estimated FTEs shown in the Plan do not include any induced FTEs.

Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision, and craft. FTEs are not defined as employee head counts, and should not be confused with employment levels and trends.

Summary Plan Quantity of Units

The program quantity of units describes the estimated number of work units, where applicable, that are planned to be completed each year for the program area. Units of work for each program are discussed, as applicable, in that program's respective section of the Plan.

Submission of Additional 2012 & 2013 Information

This Plan also includes, for informational purposes, a 2012 FTE summary and a detailed investment plan for the calendar year 2013 investments ("2013 Plan") included as Attachments 1 and 2 respectively to this document. The annual 2013 investment plan provides more detailed information on scope, schedule, incremental capital investment projections, incremental staffing, and units of work that are planned to be completed in the calendar year in association with the Plan.

SECTION 1: Infrastructure Improvements

SECTION 1.A: Replace Primary Distribution Substation Reclosers

1.A.1: Program Scope

AIC has over 1200 primary distribution reclosers. Of the 1200 reclosers, over 600 of the 3-phase reclosers are designed for 3-phase tripping. Replacement of the designated 3-phase tripping devices with 1-phase modern tripping devices will allow the flexibility of single phase tripping and reclosing while providing tighter fault coordination with other upstream and downstream protective devices. Benefits include better fault coordination, less customer exposure to momentary faults, isolation of fewer customers for permanent single phase faults, and possible integration with auto isolation/transfer schemes.

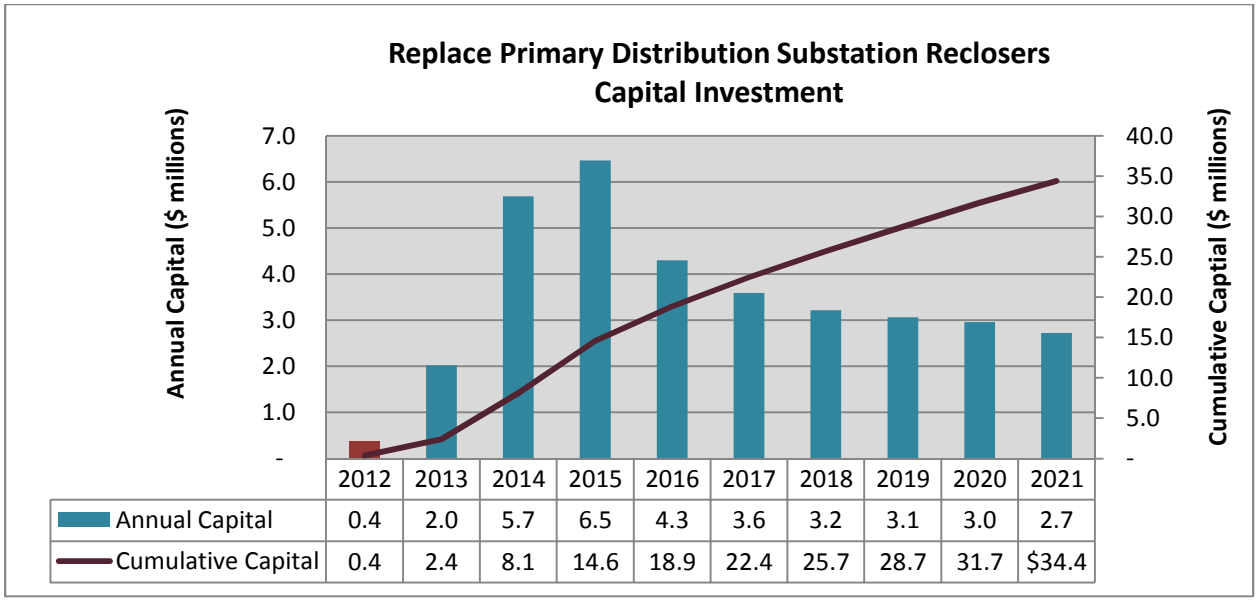
The recloser/breakers will generally be selected on the basis of:

1. Greatest number of customers
2. Single phase tripping acceptability
3. Criticality of load
4. Maintenance history of recloser
5. Fault duty
6. Upcoming scheduled recloser maintenance
7. Workload management.

1.A.2: Program Capital Investments

Figure 1.A.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Replace Primary Distribution Substation Reclosers program. In 2012 AIC invested $.4M in the program. In total, AIC estimates the program investment to be $34.4 million in incremental capital investment plus associated expenses over the program period. Estimates of cost, units of work, and schedules for that work may evolve over time.

Figure 1.A.2: Replace Primary Substation Reclosers Capital Investments

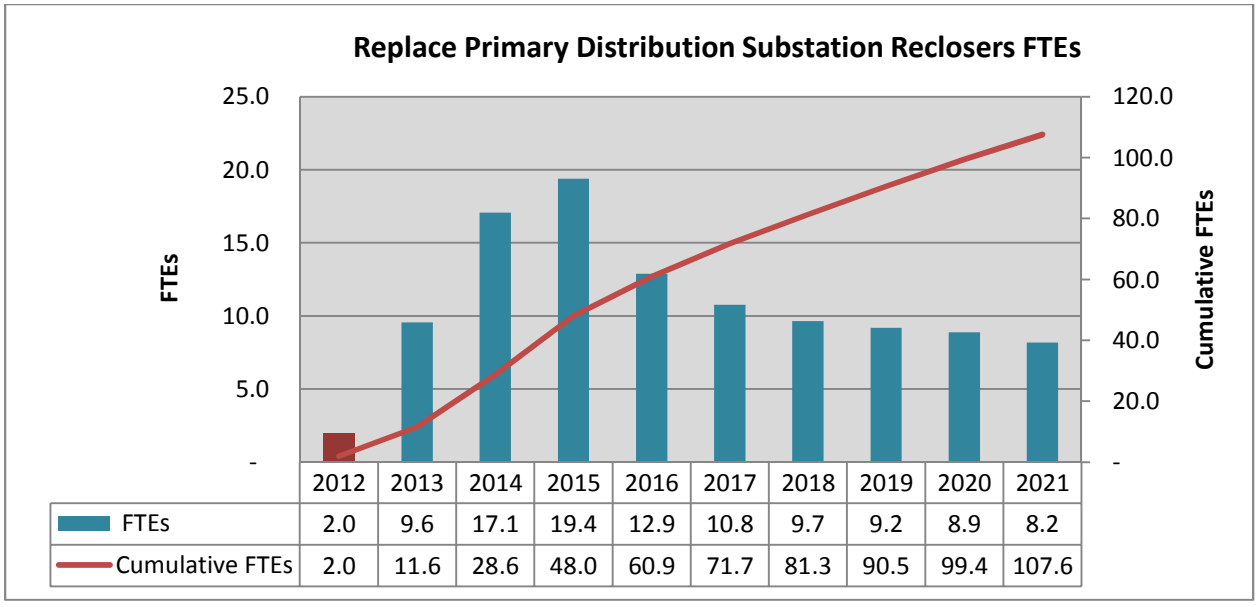


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	0.4	2.0	5.7	6.5	4.3	3.6	3.2	3.1	3.0	2.7
Cumulative Capital	0.4	2.4	8.1	14.6	18.9	22.4	25.7	28.7	31.7	$34.4

1.A.3: Program FTEs

Figure 1.A.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 2.0 FTEs for this program in 2012 with 107.6 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.A.3: Replace Primary Substation Reclosers FTEs

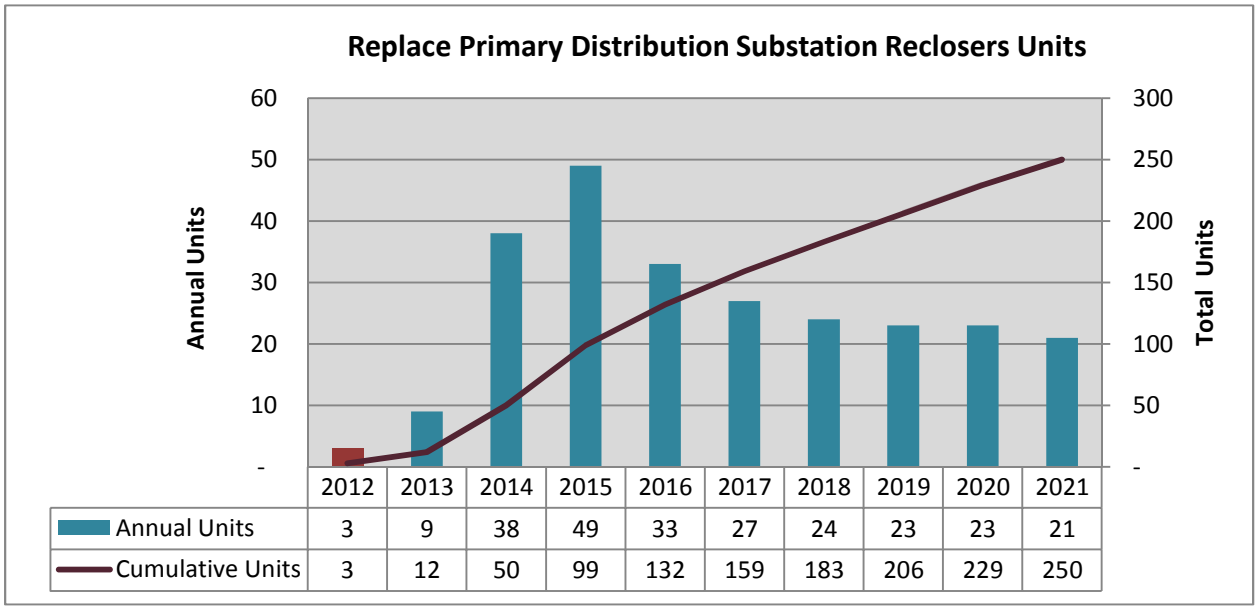


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	2.0	9.6	17.1	19.4	12.9	10.8	9.7	9.2	8.9	8.2
Cumulative FTEs	2.0	11.6	28.6	48.0	60.9	71.7	81.3	90.5	99.4	107.6

1.A.4: Program Schedule/Units

Figure 1.A.4 shows the number of reclosers that were replaced in 2012, and the numbers projected to be replaced in 2013-2021. In 2012 there were 3 units replaced under this program. In total, 250 units are projected to be replaced in 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "primary substation reclosers" replaced.

Figure 1.A.4: Replace Primary Substation Recloser Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	3	9	38	49	33	27	24	23	23	21
Cumulative Units	3	12	50	99	132	159	183	206	229	250

SECTION 1.B: Substation Animal Protection

1.B.1: Program Scope

This program will improve animal protection for distribution substations by the installation of electrical or passive animal fences. The benefits of this program are an expected reduction in damage to substation equipment and customer outages directly related to animals such as squirrels and raccoons.

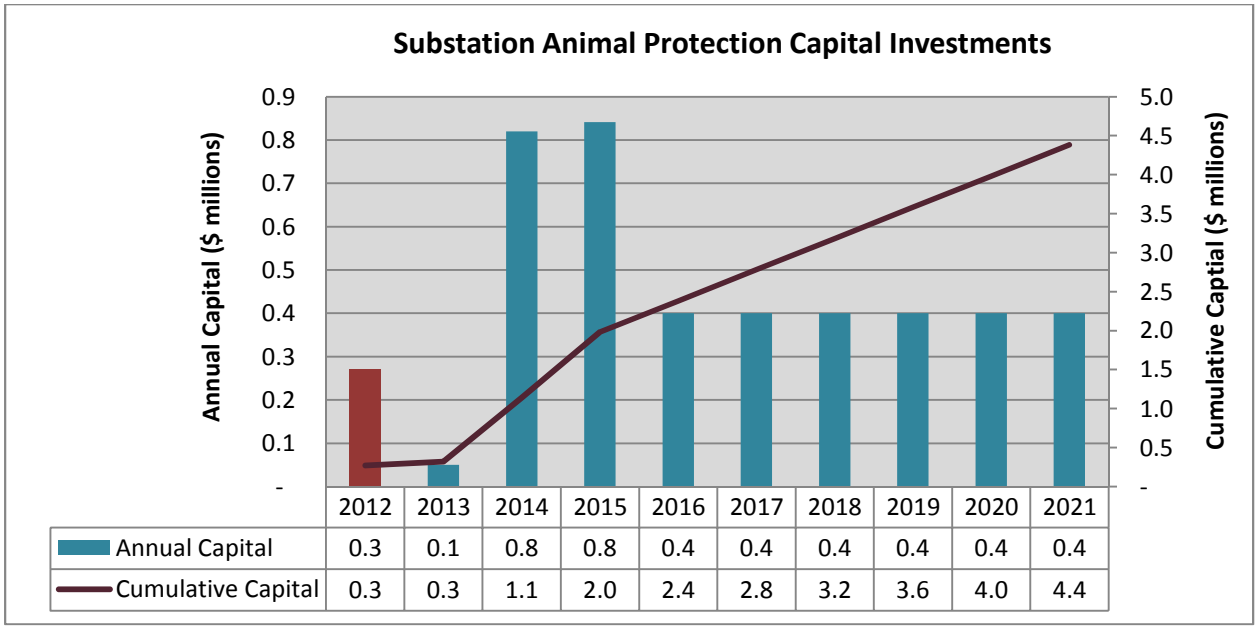
The substations to have animal fences installed were selected by the following criteria:

1. Greatest number of customers.
2. Criticality of the load
3. Outage history
4. Site evaluation
5. Workload management.

1.B.2: Program Capital Investments

Figure 1.B.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Substation Animal Protection program. In 2012 AIC invested $.3M in the program. In total, AIC estimates the program investment to be of $4.4 million in incremental capital investment, plus associated expenses over the program period. Estimates of cost, units of work, and schedules for that work may evolve over time.

Figure 1.B.2: Substation Animal Protection Capital Investments

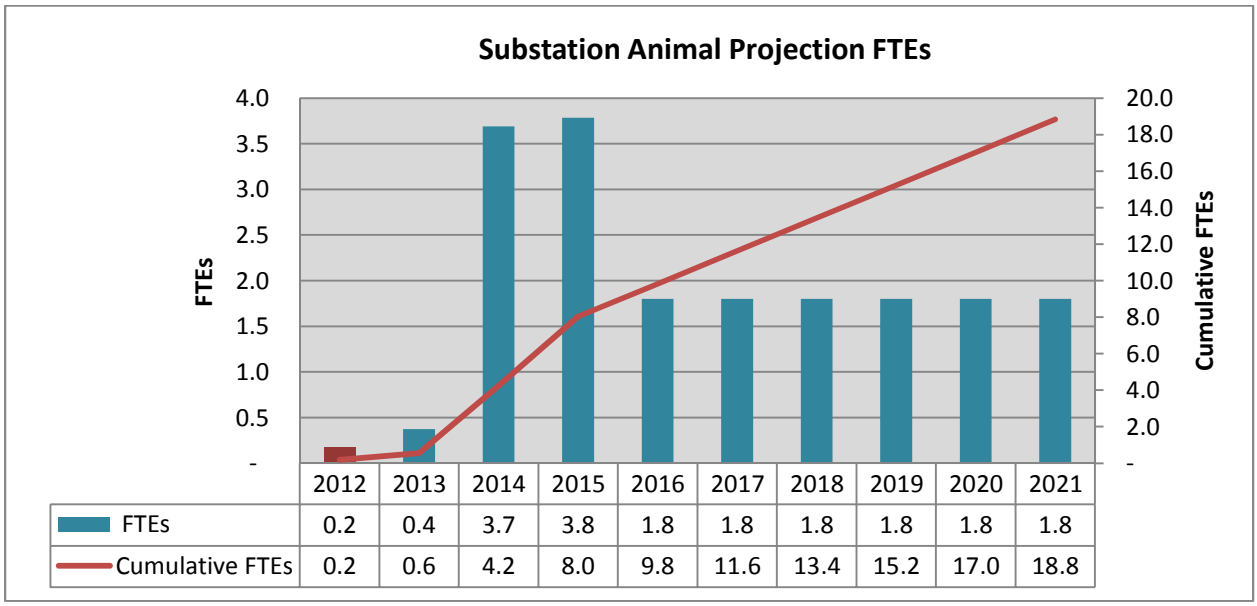


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	0.3	0.1	0.8	0.8	0.4	0.4	0.4	0.4	0.4	0.4
Cumulative Capital	0.3	0.3	1.1	2.0	2.4	2.8	3.2	3.6	4.0	4.4

1.B.3: Program FTEs

Figure 1.B.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were .2 FTEs for this program in 2012 with 18.8 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.B.3: Substation Animal Protection FTEs

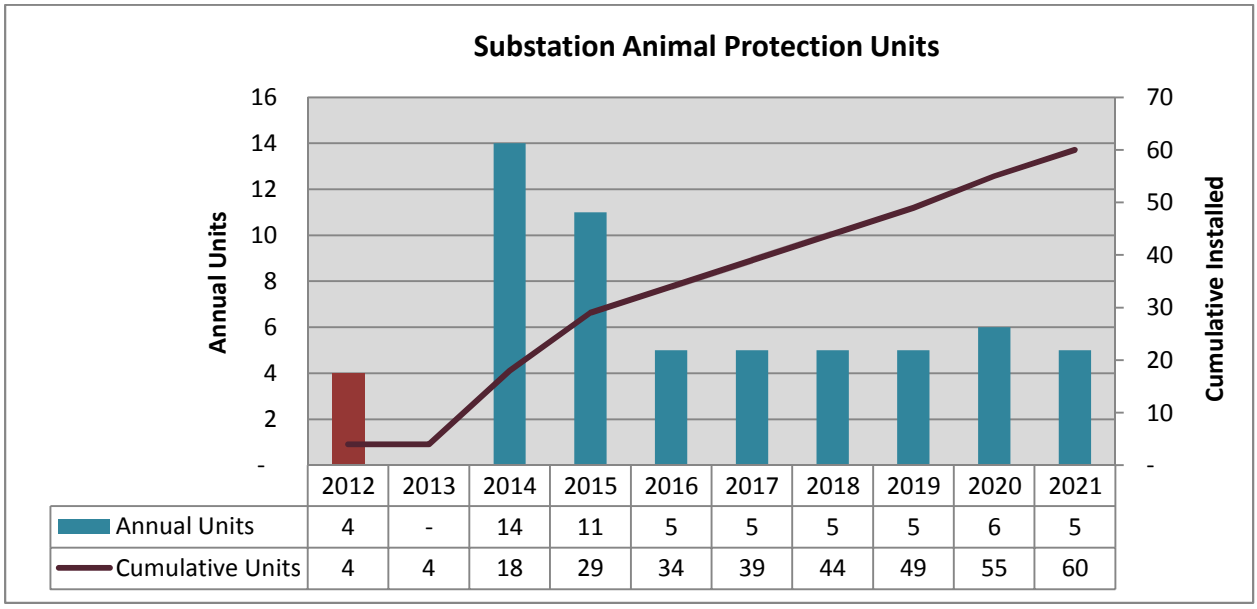


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	0.2	0.4	3.7	3.8	1.8	1.8	1.8	1.8	1.8	1.8
Cumulative FTEs	0.2	0.6	4.2	8.0	9.8	11.6	13.4	15.2	17.0	18.8

1.B.4: Program Schedule/Units

Figure 1.B.4 shows the estimated number of animal fences installed in 2012 and the animal fences projected to be installed from 2013-2021. In 2012 there were 4 units installed under this program. In total, 60 units are projected to be installed in from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown below are "substation animal fences" installed.

Figure 1.B.4: Substation Animal Protection Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	4	-	14	11	5	5	5	5	6	5
Cumulative Units	4	4	18	29	34	39	44	49	55	60

SECTION 1.C: Bulk Substation Improvements

1.C.1: Program Scope

This program will improve selected bulk supply substations to minimize large double bus outages due to single contingencies. A bulk substation is a substation that steps down voltage levels from transmission to high voltage distribution. A common example in the AIC system is a substation that steps down the voltage from 138kV to 69kV.

An example of improving a bulk substation is the addition of a low side (34/69kV) bus tie circuit breakers or adding high side transformer breakers with additional zones of protection. AIC has approximately one hundred bulk supply substations with more than one transformer. A significant number of stations are configured without low side (34 or 69kV) tie breakers. These stations are often operated with one low side sub-transmission bus connected to two bulk supply transformers or in some cases with the low side sub-transmission bus split. The result is a single contingency outage that can cause a loss of two high voltage distribution buses. The additional zones of protection would allow a transformer fault to be isolated automatically without extended customer outages under normal loading conditions.

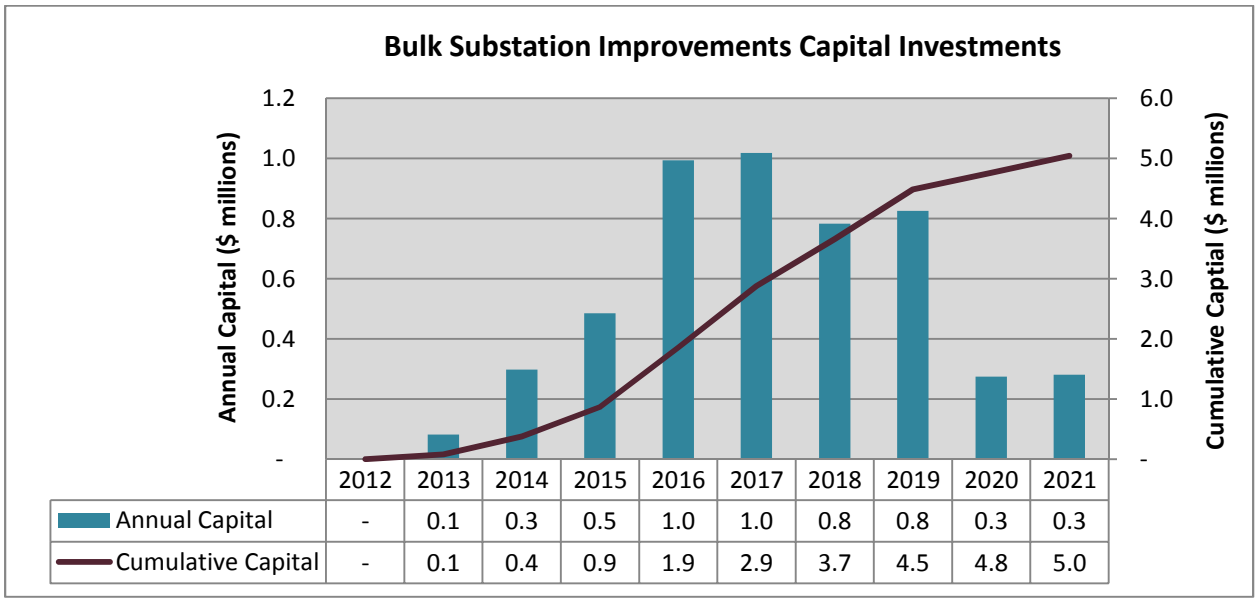
The stations would be selected based on:

1. Criticality of load.
2. Number of connected customers.
3. Improvements in operating flexibility.

1.C.2: Program Capital Investments

Figure 1.C.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Bulk Substation Improvement program. In 2012 AIC invested $0 in the program. In total, AIC estimates the program investment of $5.0 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, units of work, and schedules for that work may evolve over time.

Figure 1.C.2: Bulk Substation Improvements Capital Investments

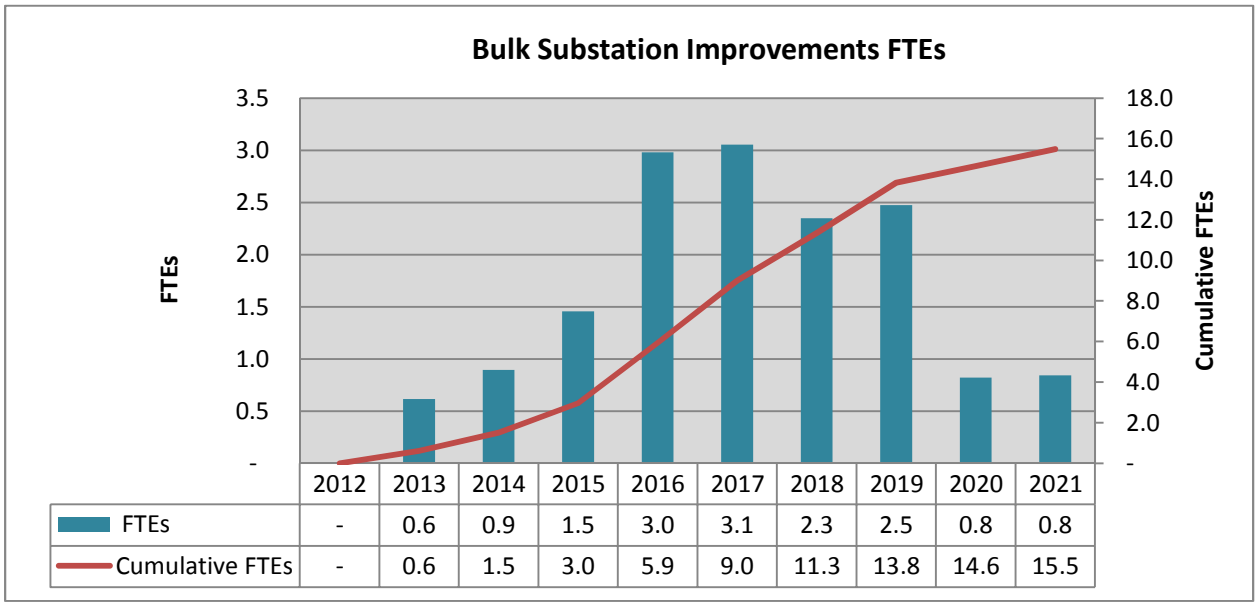


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	0.1	0.3	0.5	1.0	1.0	0.8	0.8	0.3	0.3
Cumulative Capital	-	0.1	0.4	0.9	1.9	2.9	3.7	4.5	4.8	5.0

1.C.3: Program FTEs

Figure 1.C.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 0 FTEs for this program in 2012 with 15.5 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.C.3: Bulk Substation Improvements FTEs

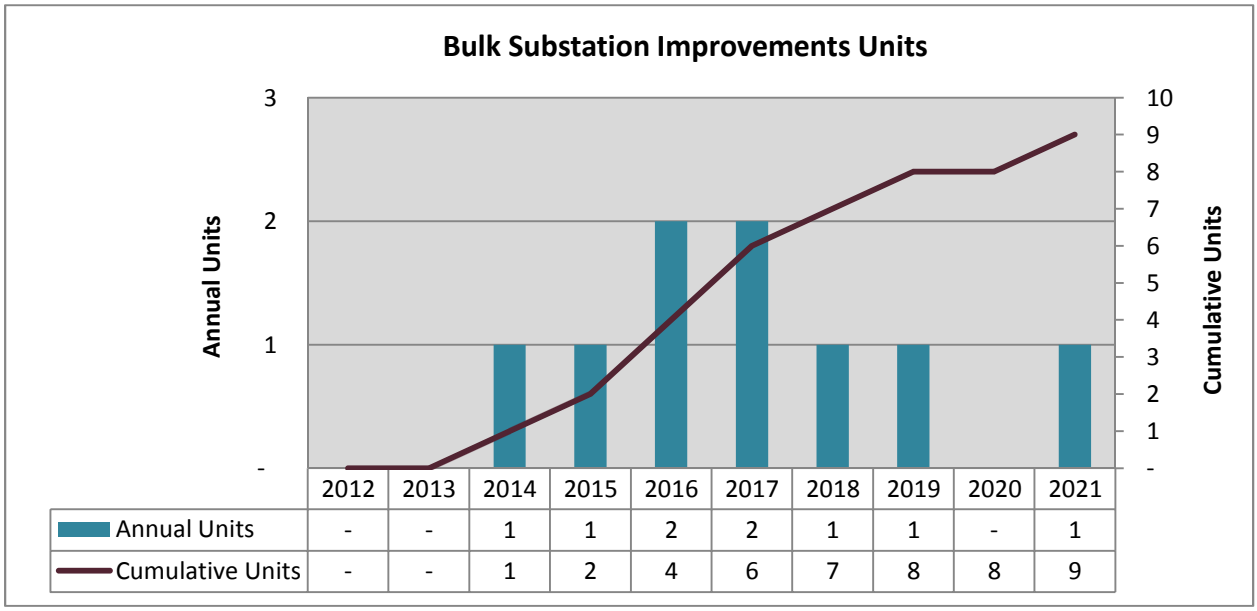


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	-	0.6	0.9	1.5	3.0	3.1	2.3	2.5	0.8	0.8
Cumulative FTEs	-	0.6	1.5	3.0	5.9	9.0	11.3	13.8	14.6	15.5

1.C.4: Program Schedule/Units

Figure 1.C.4 shows the number of bulk supply substations projected to be improved. In 2012 there were 0 units installed under this program. In total, 9 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown below are the "substations" improved.

Figure 1.C.4: Bulk Supply Improvements Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	-	-	1	1	2	2	1	1	-	1
Cumulative Units	-	-	1	2	4	6	7	8	8	9

SECTION 1.D: Distribution Substation Transformer Reserve

1.D.1: Program Scope

This program will add distribution substation transformer reserve to select substations by, but not limited to, a combination of the following.

1. Adding a second transformer
2. Upgrading transformers in multi-unit substations.
3. Re-enforcing existing distribution feeder ties.
4. Constructing new distribution feeder ties.

Expected benefits include, but are not limited to, reduced outages during a single transformer protection zone fault and increased operating flexibility to perform maintenance functions.

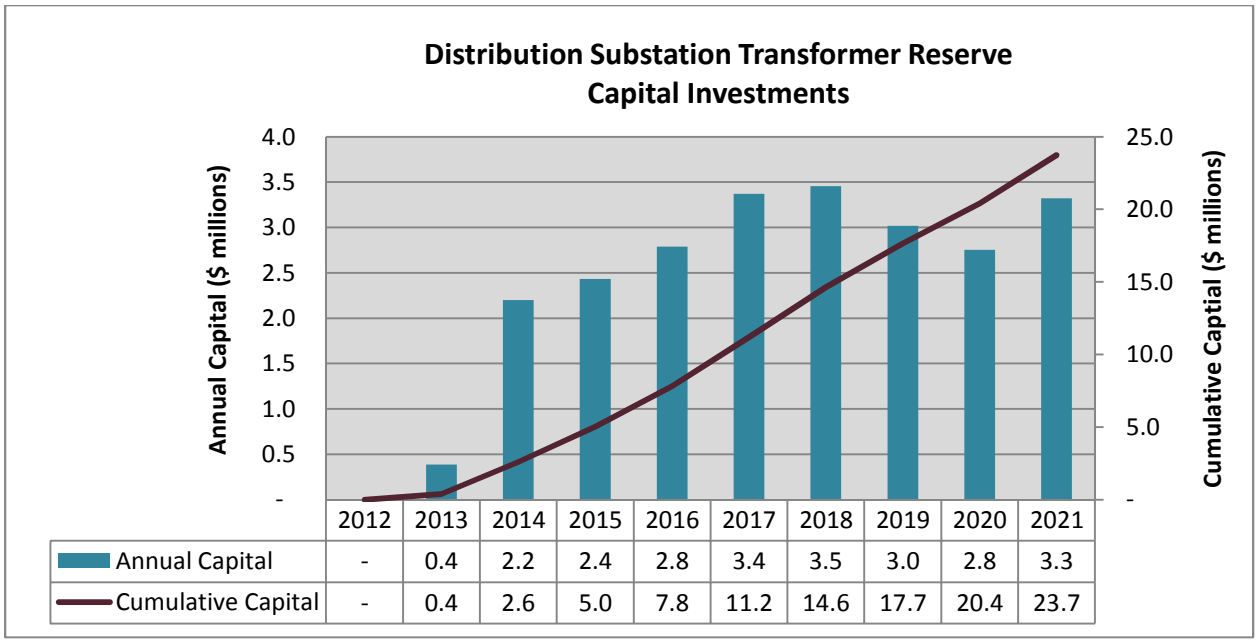
The stations will be selected based on:

1. Load transfer capability.
2. Number of connected customers.

1.D.2: Program Capital Investments

Figure 1.D.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Distribution Substation Transformer Reserve program. In 2012 AIC invested $0 in the program. In total, AIC estimates the program investment to be $23.7 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, units of work, and schedules for that work may evolve over time.

Figure 1.D.2: Distribution Substation Transformer Reserve Capital Investments

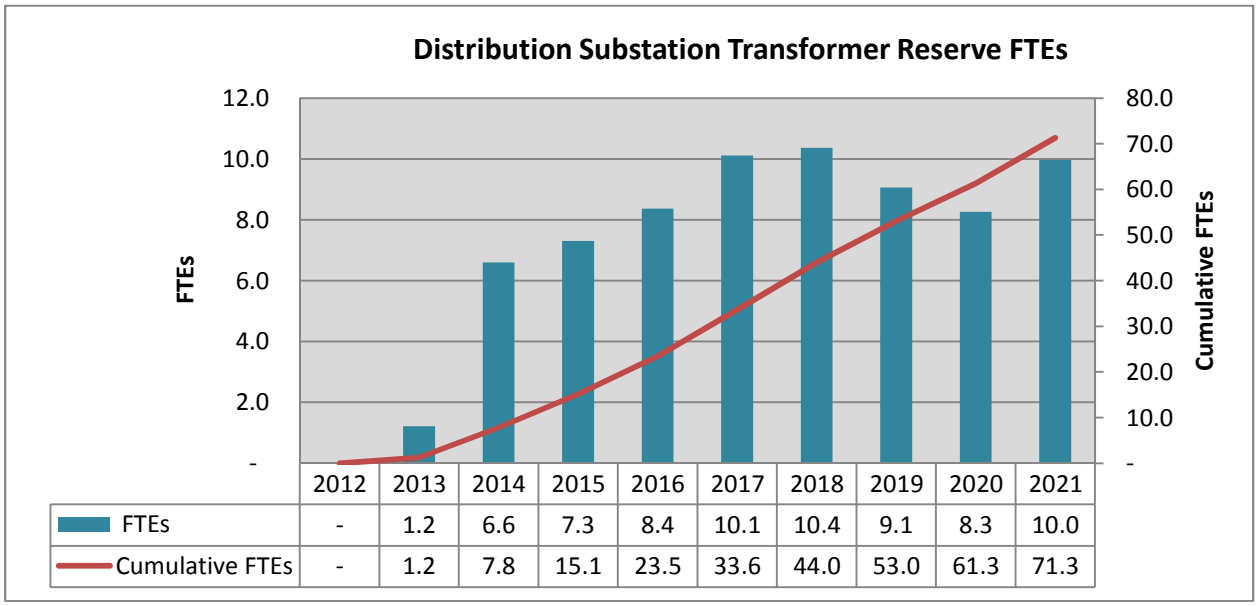


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	0.4	2.2	2.4	2.8	3.4	3.5	3.0	2.8	3.3
Cumulative Capital	-	0.4	2.6	5.0	7.8	11.2	14.6	17.7	20.4	23.7

1.D.3: Program FTEs

Figure 1.D.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 0 FTEs for this program in 2012 with 71.3 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.D.3: Distribution Substation Transformer Reserve FTEs

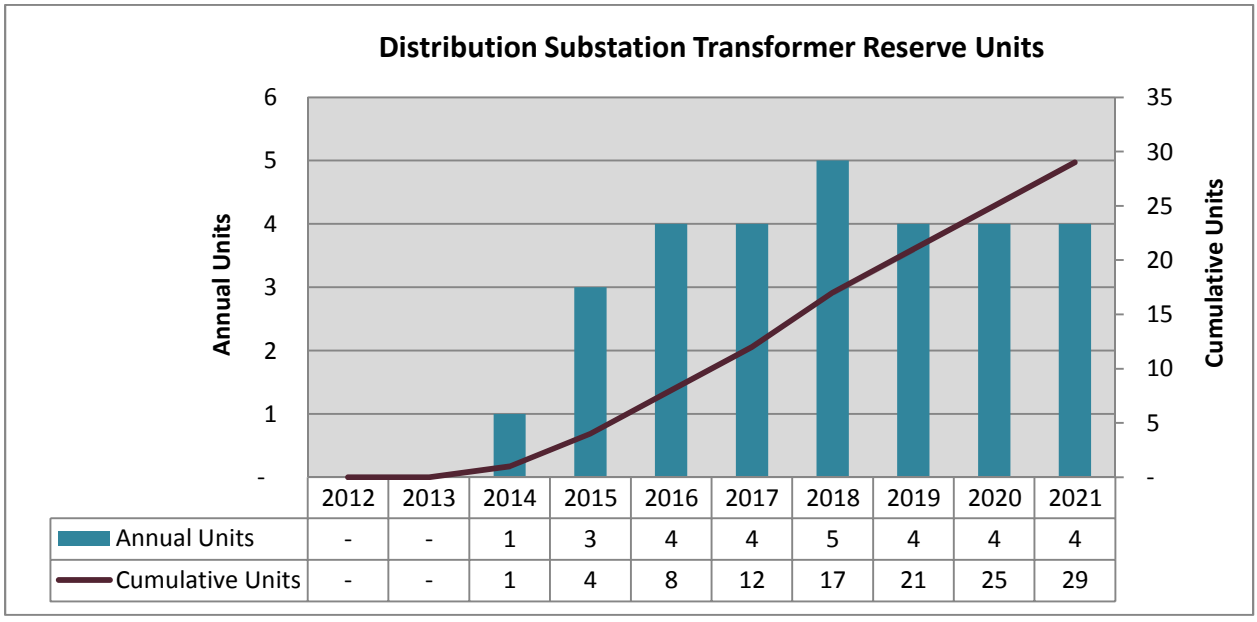


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	-	1.2	6.6	7.3	8.4	10.1	10.4	9.1	8.3	10.0
Cumulative FTEs	-	1.2	7.8	15.1	23.5	33.6	44.0	53.0	61.3	71.3

1.D.4: Program Schedule/Units

Figure 1.D.4 shows the projected number of distribution substations to have transformer reserve installed. In 2012 there were 0 units installed under this program. In total, 29 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "reserve capacity" upgrades per substation.

Figure 1.D.4: Distribution Substation Transformer Reserve



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	-	-	1	3	4	4	5	4	4	4
Cumulative Units	-	-	1	4	8	12	17	21	25	29

SECTION 1.E: Tie Capacity - Line 6973

1.E.1: Program Scope

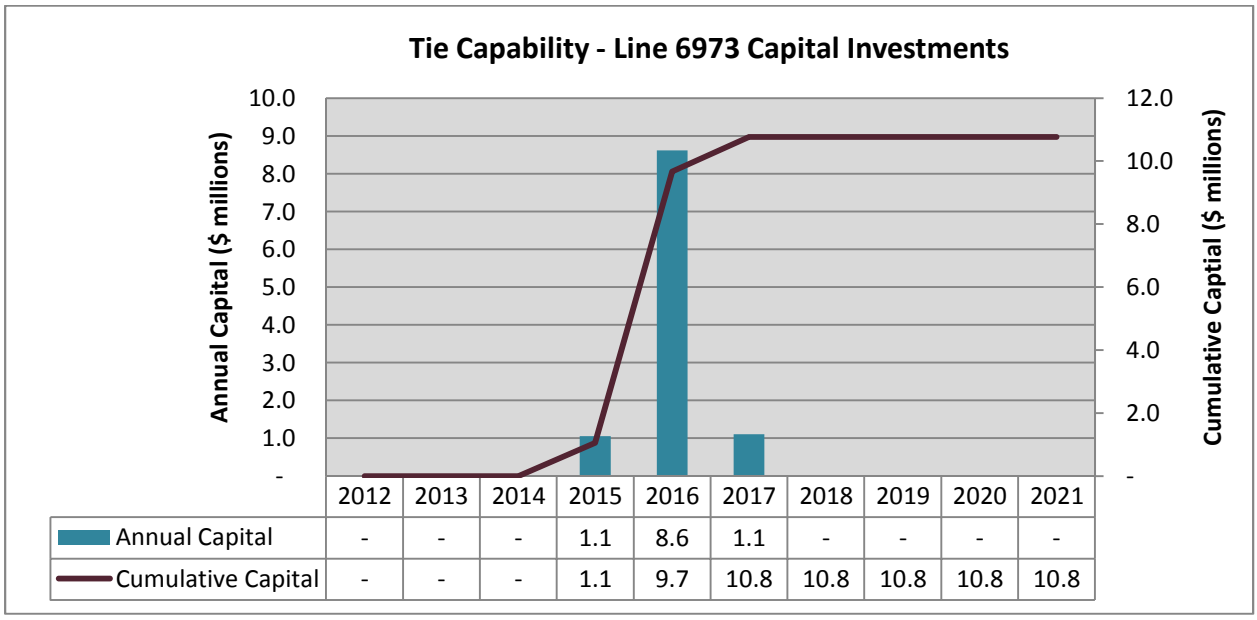
This program will implement system upgrades needed to provide a reserve tie or loop feed with 69 kV high voltage distribution Line 6973, which is presently a radial line serving a peak load of roughly 42 MVA. This line originates at the Busch substation and serves the following substations: Morton-Cat, North Morton, Central, Southwood, Tazewell, Mindale, Armington, Burt, and Corn Belt Hoopdale.

The scope of work required will include building a new bulk supply substation or expanding an existing substation and constructing several miles of new 69 kV line.

1.E.2: Program Capital Investments/Schedule

Figure 1.E.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Tie Capacity for Line 6973. In 2012 AIC invested $0 in the program. In total, AIC estimates the program incremental investment to be $10.8 million of capital investment, plus associated expenses over the program period. Estimates of cost, and scope of work, and schedules for that work may evolve over time.

Figure 1.E.2: Tie Capacity - Line 6973 Capital Investments

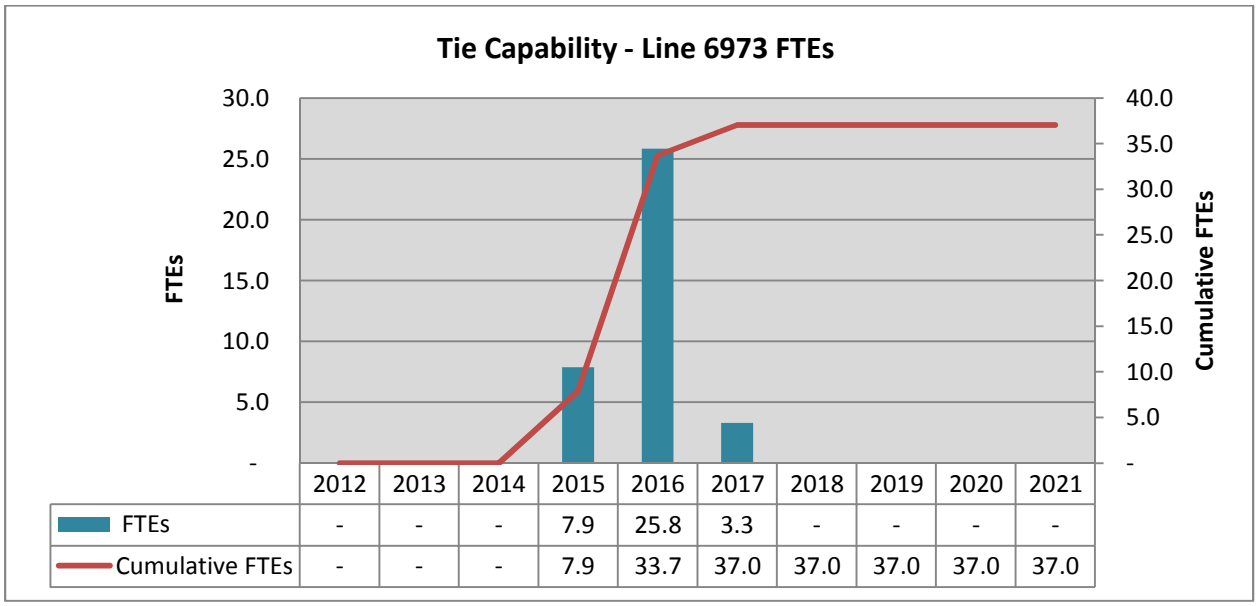


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	-	-	1.1	8.6	1.1	-	-	-	-
Cumulative Capital	-	-	-	1.1	9.7	10.8	10.8	10.8	10.8	10.8

1.E.3: Program FTEs

Figure 1.E.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 0 FTEs for this program in 2012 with 37.0 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.E.3: Tie Capacity for Line 6973 FTEs



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	-	-	-	7.9	25.8	3.3	-	-	-	-
Cumulative FTEs	-	-	-	7.9	33.7	37.0	37.0	37.0	37.0	37.0

SECTION 1.F: Substation Low Side Auto Transfer

1.F.1: Program Scope

This program will add low side 12kV tie breakers to allow automatic low side transfer in some larger distribution substations with two or more transformers. AIC has over 150 substations 34 or 69kV high side, > 10.0 MVA with more than one transformer. A large percentage of these stations have no automatic transfer to the alternate transformer and/or bus in the event of a transformer protection zone fault.

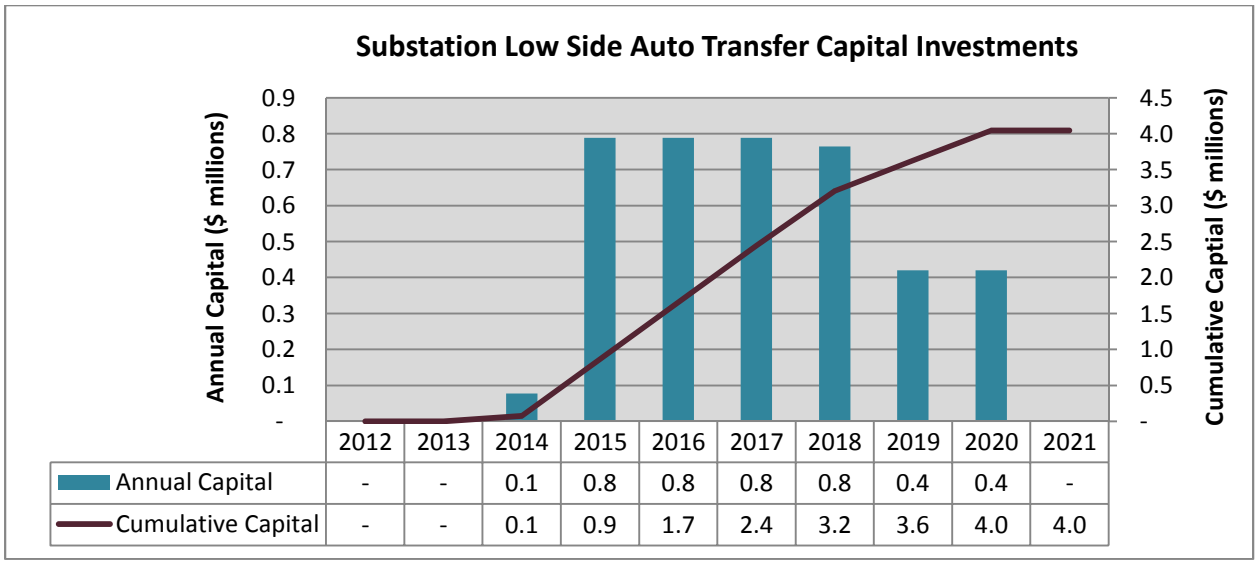
This program will evaluate the most heavily loaded stations by:

1. Customer count.
2. Site feasibility.

1.F.2: Program Capital Investments

Figure 1.F.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Substation Low Side Auto Transfer program. In 2012 AIC invested $0 in the program. In total, AIC estimates the program investment to be $4.0 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.F.2: Substation Low Side Auto Transfer Capital Investments

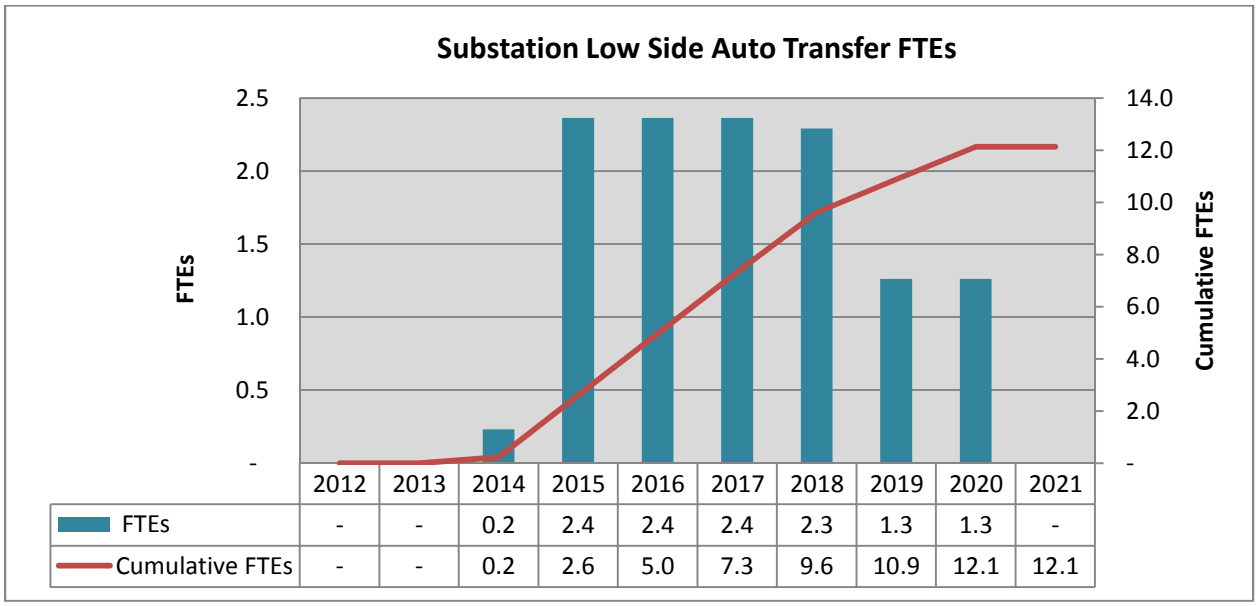


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	-	0.1	0.8	0.8	0.8	0.8	0.4	0.4	-
Cumulative Capital	-	-	0.1	0.9	1.7	2.4	3.2	3.6	4.0	4.0

1.F.3: Program FTEs

Figure 1.F.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 0 FTEs for this program in 2012 with 12.1 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.F.3: Substation Low Side Auto Transfer FTEs

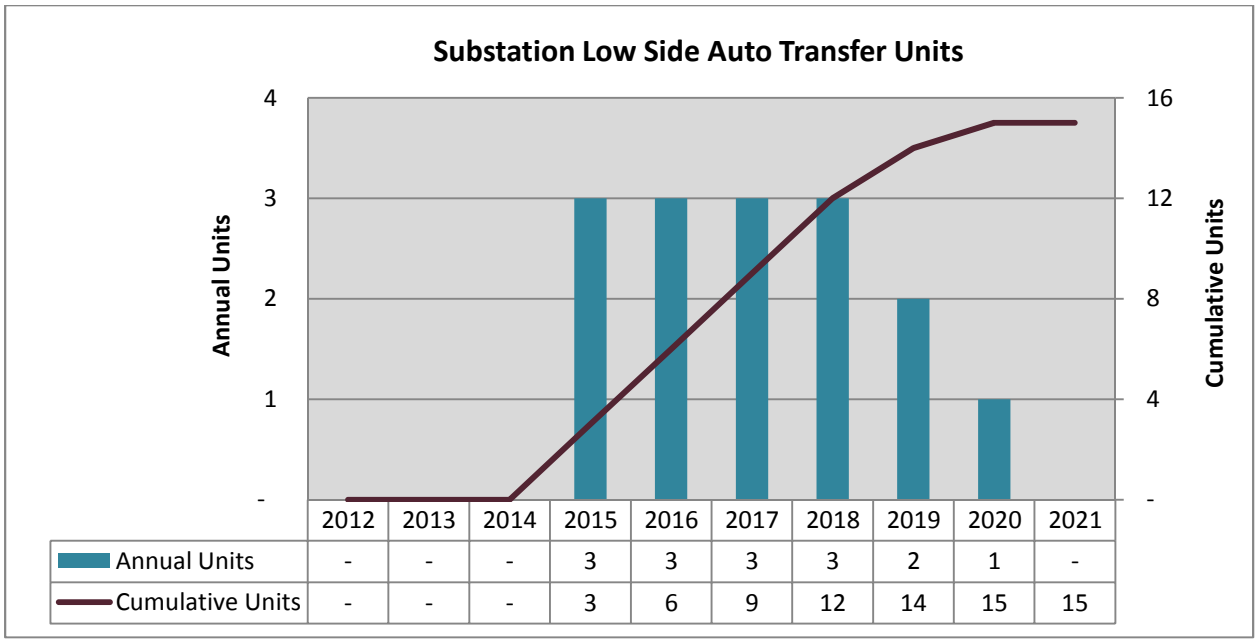


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	-	-	0.2	2.4	2.4	2.4	2.3	1.3	1.3	-
Cumulative FTEs	-	-	0.2	2.6	5.0	7.3	9.6	10.9	12.1	12.1

1.F.4: Program Schedule/Units

Figure 1.F.4 shows the projected number of distribution substations to have low side auto transfer installed. In 2012 there were 0 units installed under this program. In total, 15 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units of work shown in the chart below are "projects."

Figure 1.F.4: Substation Low Side Auto Transfer Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	-	-	-	3	3	3	3	2	1	-
Cumulative Units	-	-	-	3	6	9	12	14	15	15

SECTION 1.G: High Voltage Distribution Pole Reinforcement

1.G.1: Program Scope

The intent of this program is to provide reinforcement on high voltage distribution lines that have experienced cascading structural failure. Many 34kV and 69kV poles installed in the 1960's through 1970's are starting to experience significant reduced butt strength due to the onset of decay. Reinforcement and ground line treatment of select poles, or addition of composite poles at susceptible locations will reduce the likelihood of cascading structural failure during significant transverse loading conditions.

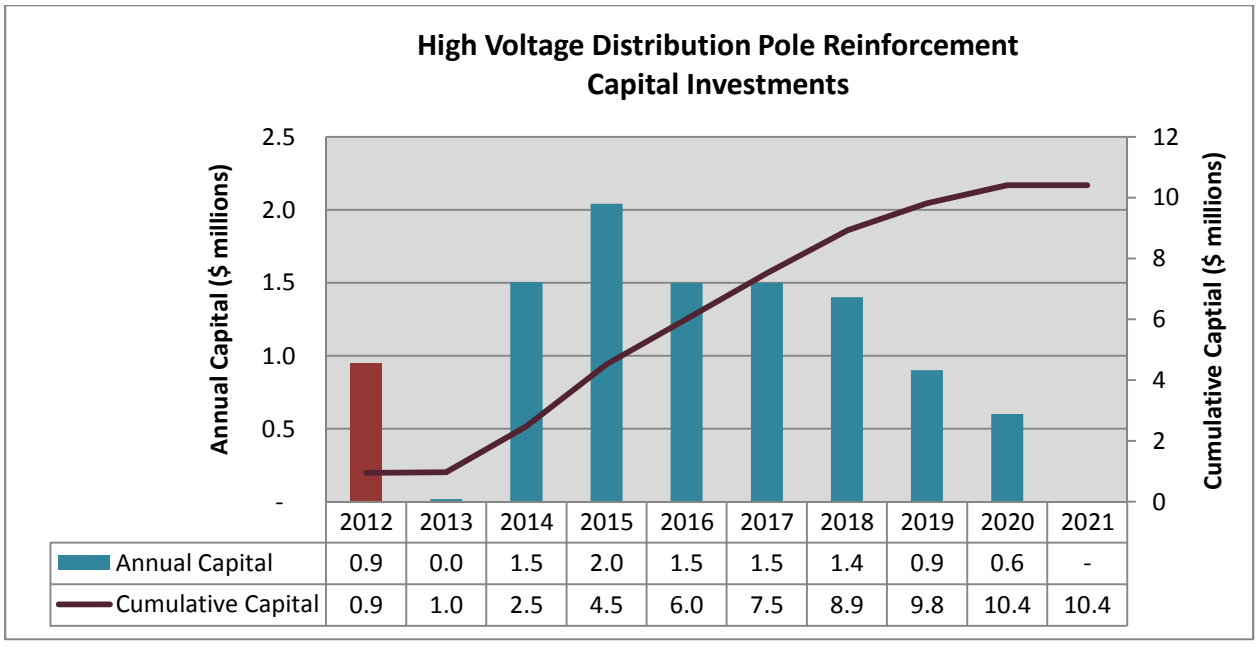
The lines will be selected based on:

1. Historical outage information
2. Greatest number of customers
3. Age and ground line condition of the pole
4. Proximity to guyed or protected structures
5. Workload management.

1.G.2: Program Capital Investments

Figure 1.G.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for 2012, and the estimated capital investment for 2013-2021, for the Reinforce High Voltage Distribution Poles program. In 2012 AIC invested $.9M in the program. In total, AIC estimates the program investment to be $10.4 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.G.2: Pole Reinforcement Capital Investments

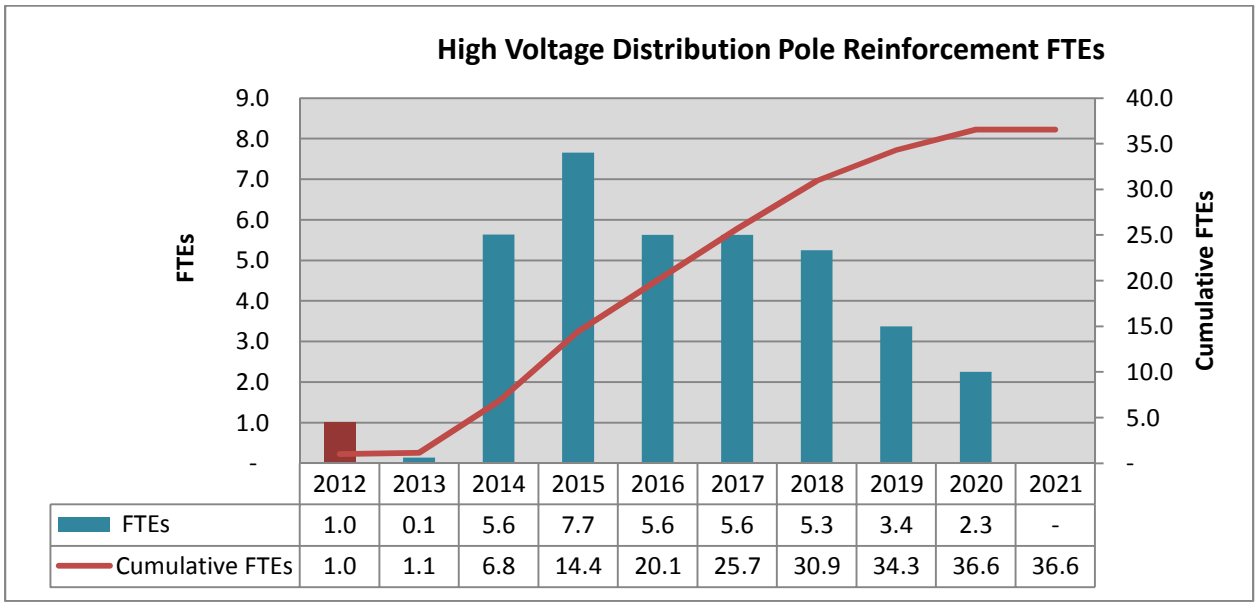


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	0.9	0.0	1.5	2.0	1.5	1.5	1.4	0.9	0.6	-
Cumulative Capital	0.9	1.0	2.5	4.5	6.0	7.5	8.9	9.8	10.4	10.4

1.G.3: Program FTEs

Figure 1.G.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 1.0 FTEs for this program in 2012 with 36.6 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.G.3: Pole Reinforcement FTEs

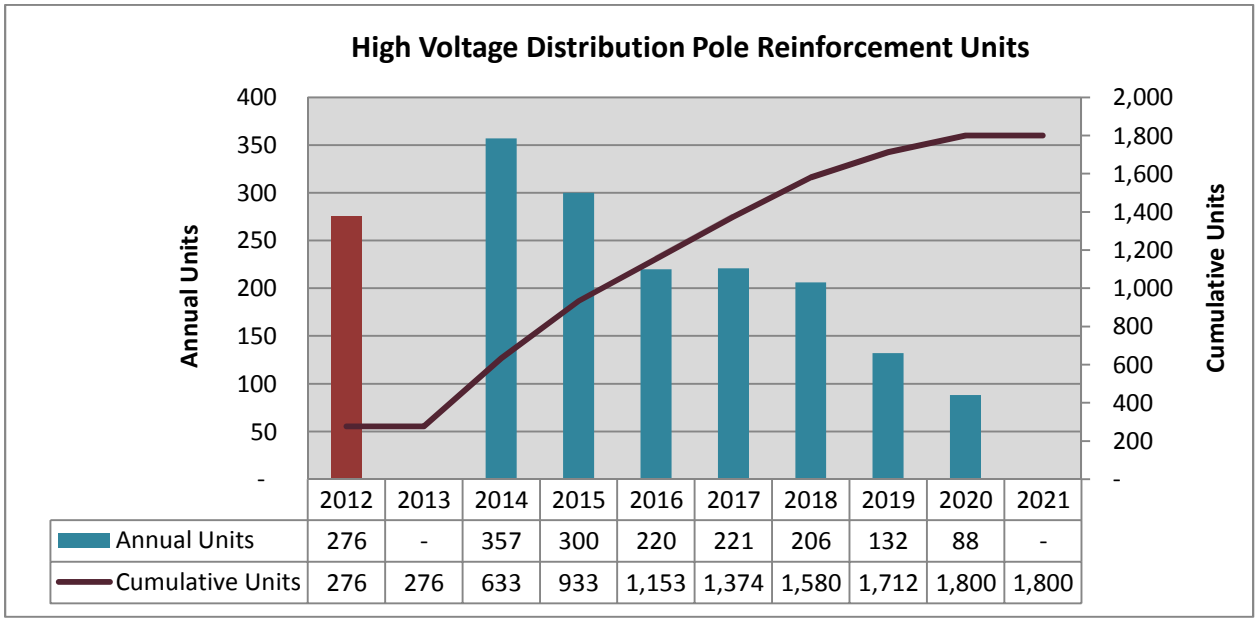


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	1.0	0.1	5.6	7.7	5.6	5.6	5.3	3.4	2.3	-
Cumulative FTEs	1.0	1.1	6.8	14.4	20.1	25.7	30.9	34.3	36.6	36.6

1.G.4: Program Schedule/Units Installed

Figure 1.G.4 shows the actual number of poles reinforced in 2012 and the projected number of high voltage primary composite distribution poles to be installed from 2013-2021. In 2012 there were 276 units installed under this program. In total, 1800 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "poles."

Figure 1.G.4: Pole Reinforcement Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	276	-	357	300	220	221	206	132	88	-
Cumulative Units	276	276	633	933	1,153	1,374	1,580	1,712	1,800	1,800

SECTION 1.H: Replace High Voltage Distribution Breakers

1.H.1: Program Scope

This program provides for the replacement of aging 34kV or 69kV breakers. AIC has over one thousand 34kV and 69kV breakers, and over 400 are greater than 40 years old. Many of them have problematic mechanisms that are beyond a reasonable maintenance strategy.

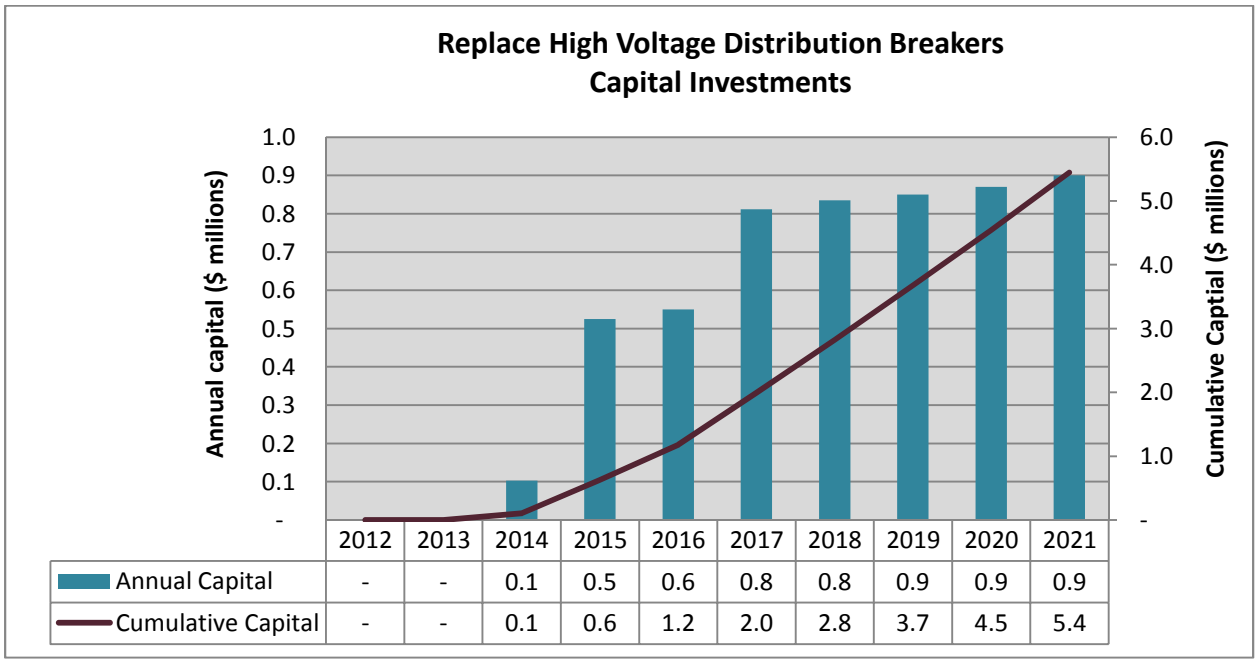
The breakers will be selected on the basis of:

1. Customer counts.
2. Maintenance history.
3. Criticality of load.
4. Workload management

1.H.2: Program Capital Investments

Figure 1.H. represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Replace High Voltage Distribution Breakers program. In 2012 AIC invested $0 in the program. In total, AIC estimates the program investment to be $5.4 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.H.2: Replace High Voltage Distribution Breakers Capital Investments

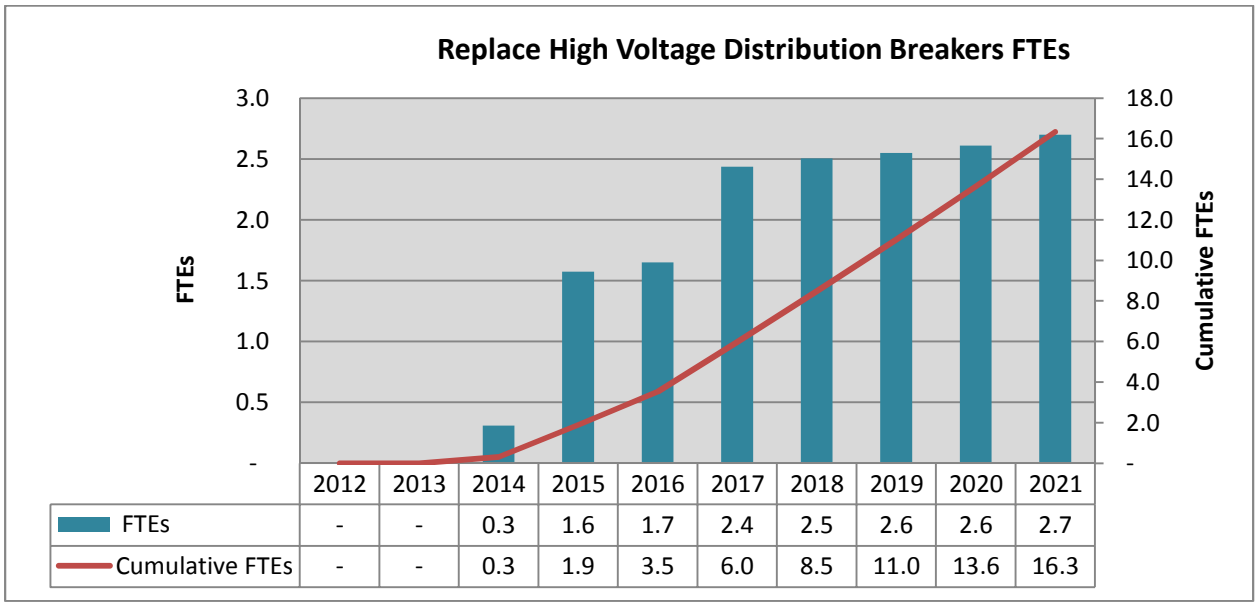


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	-	0.1	0.5	0.6	0.8	0.8	0.9	0.9	0.9
Cumulative Capital	-	-	0.1	0.6	1.2	2.0	2.8	3.7	4.5	5.4

1.H.3: Program FTEs

Figure 1.H.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 0 FTEs for this program in 2012 with 16.3 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.H.3: Replace High Voltage Distribution Breakers FTEs

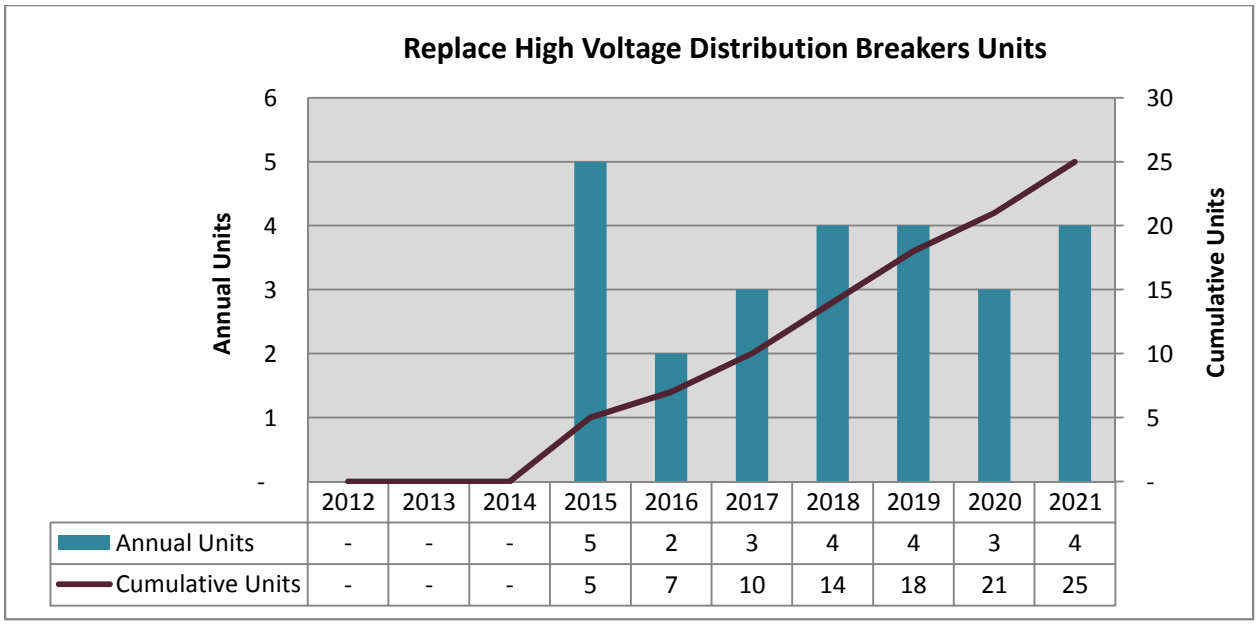


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	-	-	0.3	1.6	1.7	2.4	2.5	2.6	2.6	2.7
Cumulative FTEs	-	-	0.3	1.9	3.5	6.0	8.5	11.0	13.6	16.3

1.H.4: Program Schedule/Units

Figure 1.H.4 shows the projected number of high voltage primary distribution breakers to be replaced. In 2012 there were 0 units installed under this program. In total, 25 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "breakers" replaced.

Figure 1.H.4: Replace Distribution High Voltage Breakers Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	-	-	-	5	2	3	4	4	3	4
Cumulative Units	-	-	-	5	7	10	14	18	21	25

SECTION 1.I: Spacer Cable Program

1.I.1: Program Scope

This program is designed to improve the performance of selected spacer cable systems and their circuit reliability. In cases where the insulation has severely deteriorated, this involves replacing the existing spacer cable. Depending on the specific application, a new spacer cable system may be installed or new open wire conductors may be installed.

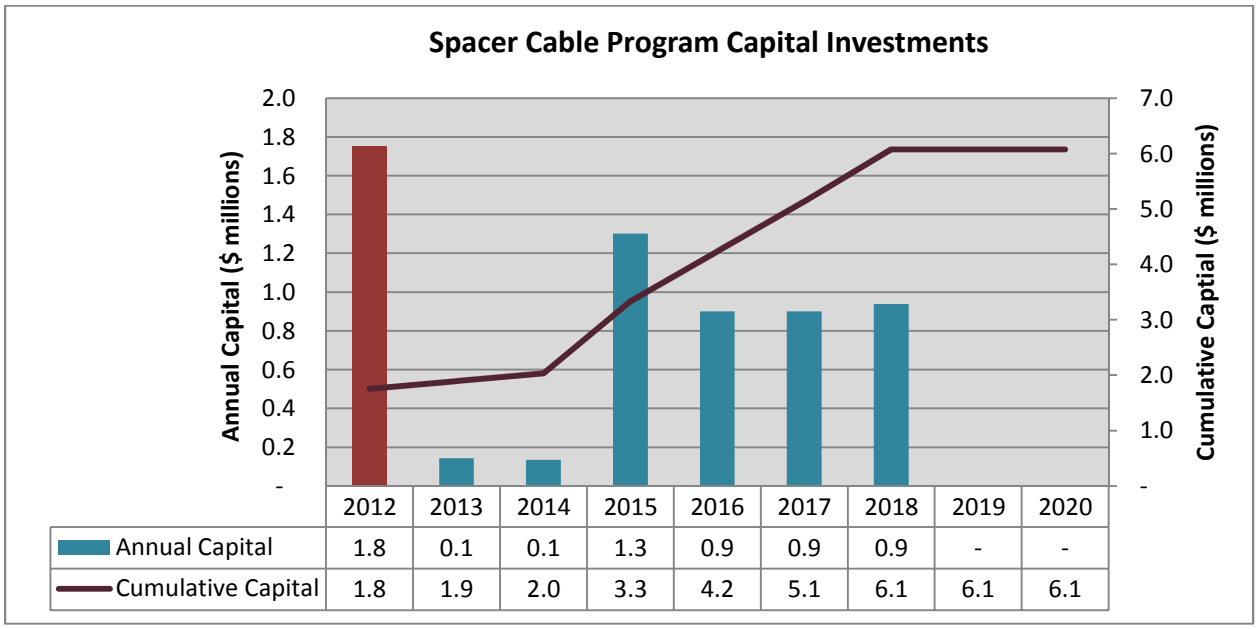
The spacer cable to be replaced will be based on:

1. Inspection results
2. Greatest number of customers
3. Engineering availability
4. Workload management.

1.I.2: Program Capital Investments

Figure 1.I.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Spacer Cable Program. In 2012 AIC invested $1.8M in the program. In total, AIC estimates the program investment to be $6.1 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.I.2: Spacer Cable Program Capital Investments

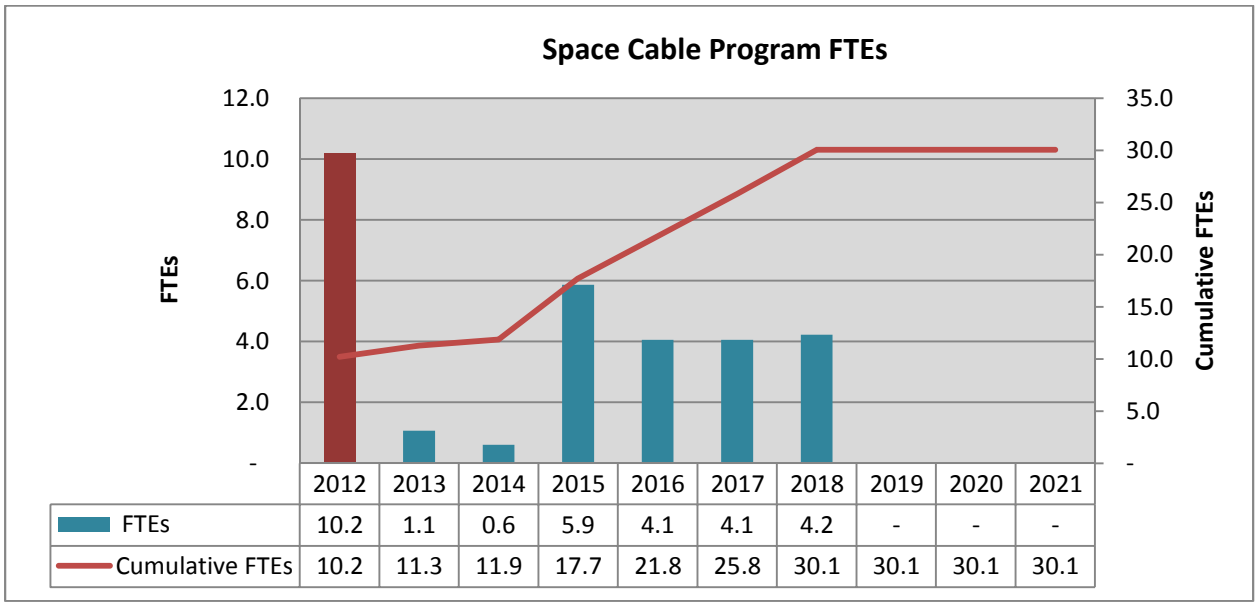


	2012	2013	2014	2015	2016	2017	2018	2019	2020
Annual Capital	1.8	0.1	0.1	1.3	0.9	0.9	0.9	-	-
Cumulative Capital	1.8	1.9	2.0	3.3	4.2	5.1	6.1	6.1	6.1

1.I.3: Program FTEs

Figure 1.I.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 10.2 FTEs for this program in 2012 with 30.1 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.I.3: Spacer Cable Program FTEs

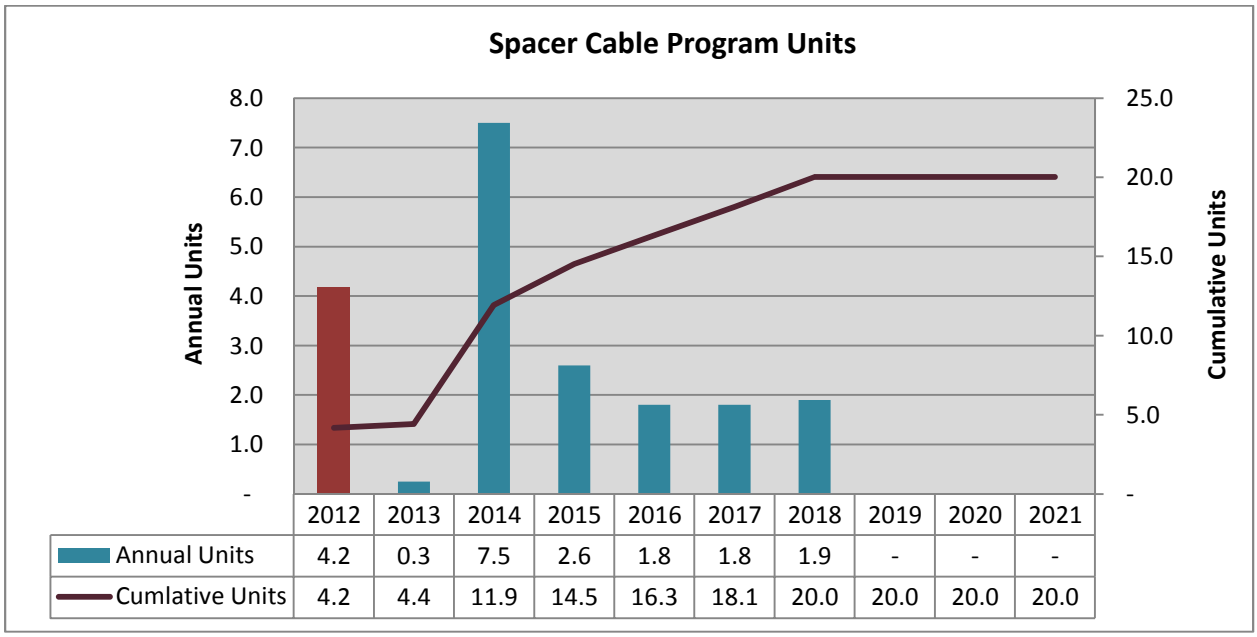


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	10.2	1.1	0.6	5.9	4.1	4.1	4.2	-	-	-
Cumulative FTEs	10.2	11.3	11.9	17.7	21.8	25.8	30.1	30.1	30.1	30.1

1.I.4: Program Schedule/Units

Figure1.I.4 shows the actual miles of spacer cable replaced in 2012 and the projected miles of spacer cable to be replaced in 2013-2021. In 2012 there were 4.2 units installed under this program. In total, 20.0 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are the estimated "miles" of spacer cable replaced.

Figure 1.I.4: Spacer Cable Program Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	4.2	0.3	7.5	2.6	1.8	1.8	1.9	-	-	-
Cumlative Units	4.2	4.4	11.9	14.5	16.3	18.1	20.0	20.0	20.0	20.0

SECTION 1.J: Rebuild Primary Distribution Lines

1.J.1: Program Scope

This program plans to rebuild and reconductor designated primary distribution circuits.

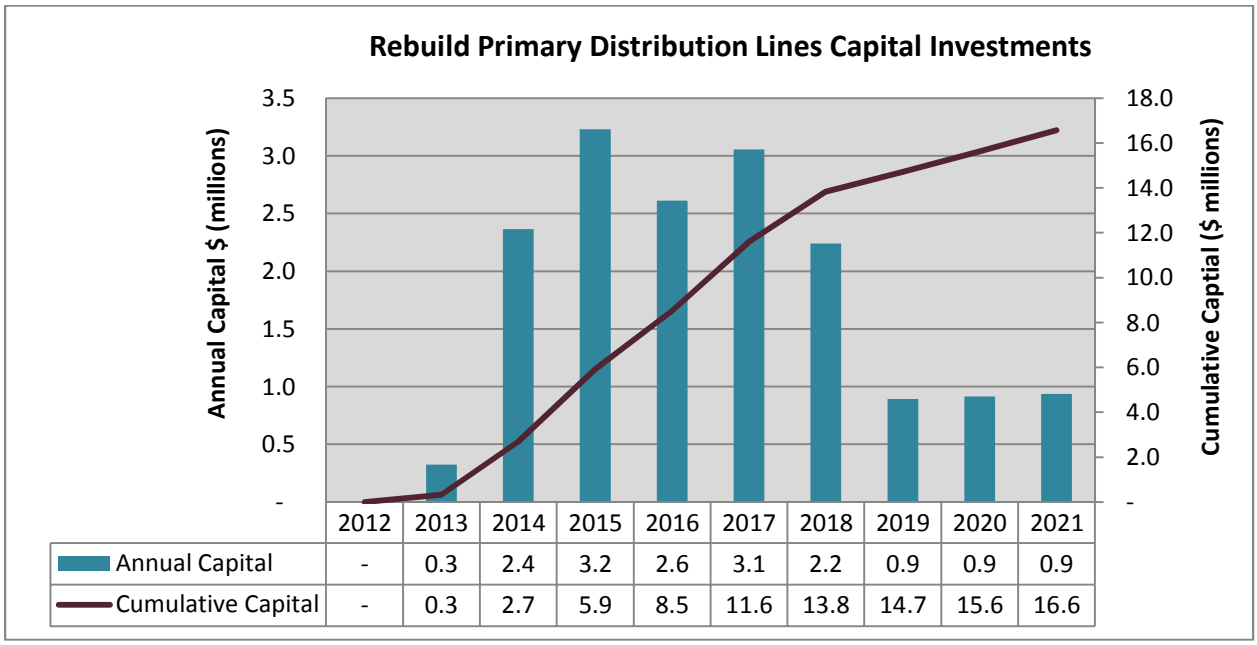
These projects will be selected based on:

1. Line Condition
2. Greatest number of customers
3. Outage history
4. Workload management.
5. System improvement possibilities

1.J.2: Program Capital Investments

Figure 1.J.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Rebuild Distribution Lines program. In 2012 AIC invested $0 in the program. In total, AIC estimates the program investment to be $16.6 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.J.2: Rebuild Primary Distribution Lines Capital Investments

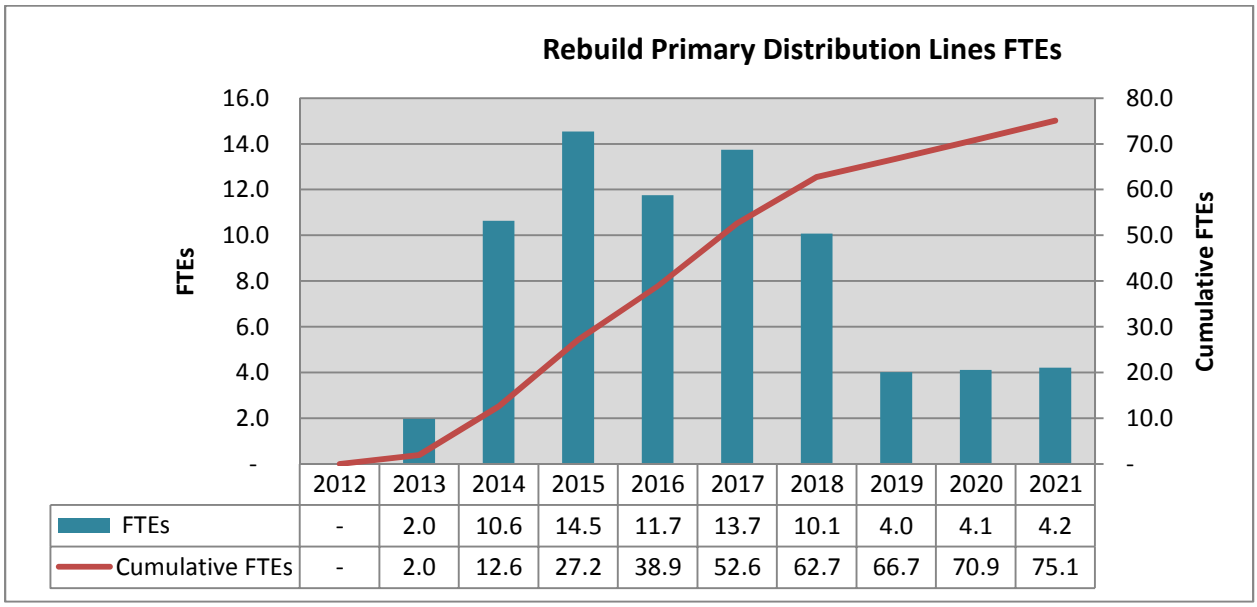


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	0.3	2.4	3.2	2.6	3.1	2.2	0.9	0.9	0.9
Cumulative Capital	-	0.3	2.7	5.9	8.5	11.6	13.8	14.7	15.6	16.6

1.J.3: Program FTEs

Figure 1.J.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 0 FTEs for this program in 2012 with 75.1 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.J.3: Rebuild Primary Distribution Lines FTEs

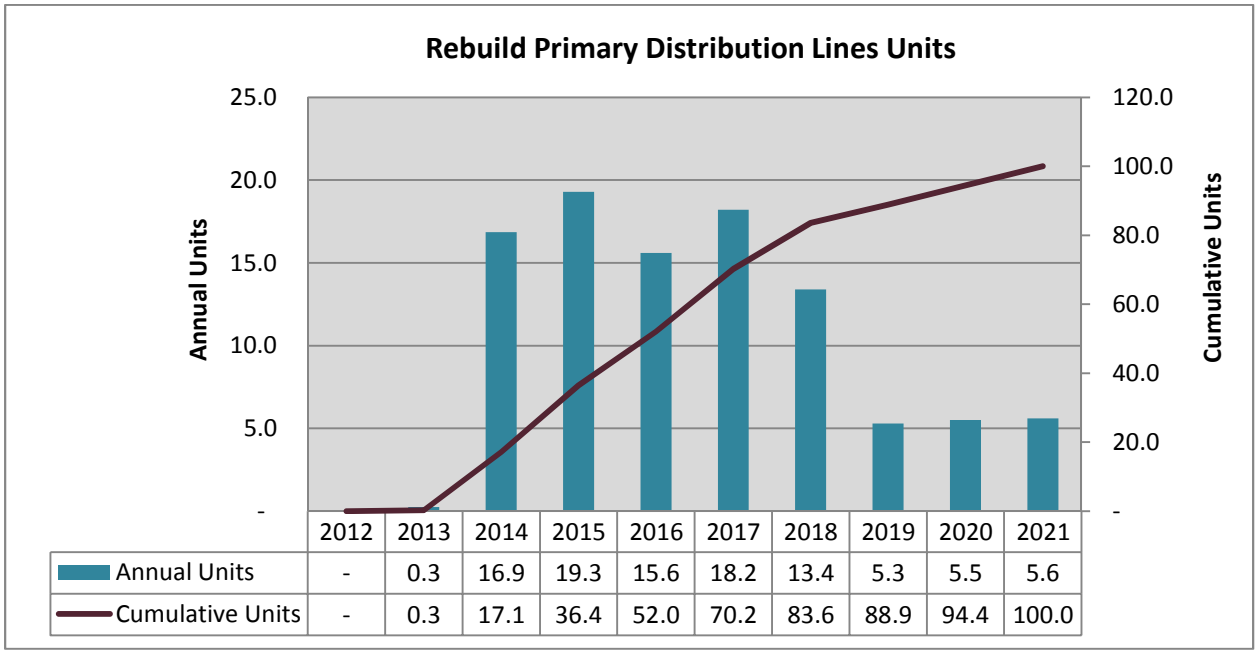


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	-	2.0	10.6	14.5	11.7	13.7	10.1	4.0	4.1	4.2
Cumulative FTEs	-	2.0	12.6	27.2	38.9	52.6	62.7	66.7	70.9	75.1

1.J.4: Program Schedule/Units

Figure 1.J.4 shows the projected miles of primary distribution to be rebuilt. In 2012 there were 0 units installed under this program. In total, 100 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are the estimated "miles" of line to be rebuilt.

Figure 1.J.4: Rebuild Primary Distribution Lines Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	-	0.3	16.9	19.3	15.6	18.2	13.4	5.3	5.5	5.6
Cumulative Units	-	0.3	17.1	36.4	52.0	70.2	83.6	88.9	94.4	100.0

SECTION 1.K: Primary Distribution Line Capacity Additions

1.K.1: Program Scope

This program plans to rebuild and/or reconductor existing primary distribution circuits for additional capacity or build new lines to split existing loads.

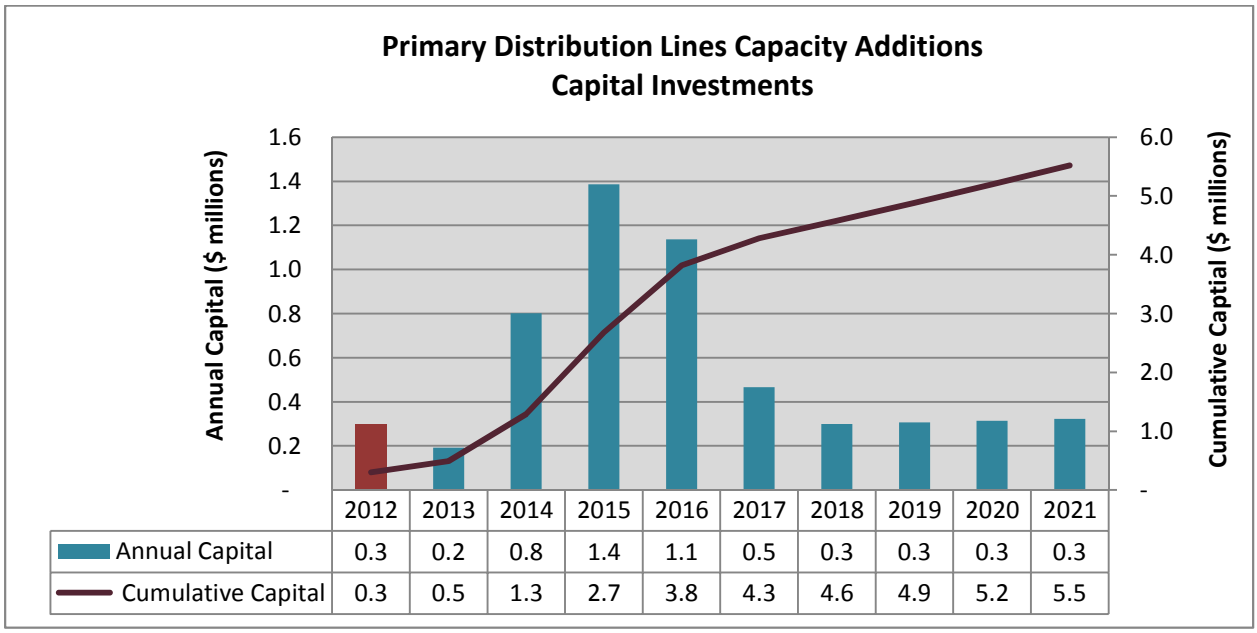
Lines or portions of lines will be selected on:

1. Thermal load considerations
2. Load transfer capabilities
3. Projected load growth
4. Reliability history
5. Workload management.

1.K.2: Program Capital Investments

Figure 1.K.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Primary Distribution Lines Capacity Additions program. In 2012 AIC invested $.3M in the program. In total, AIC estimates the program investment to be $5.5 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.K.2: Primary Distribution Line Capacity Additions Capital Investments

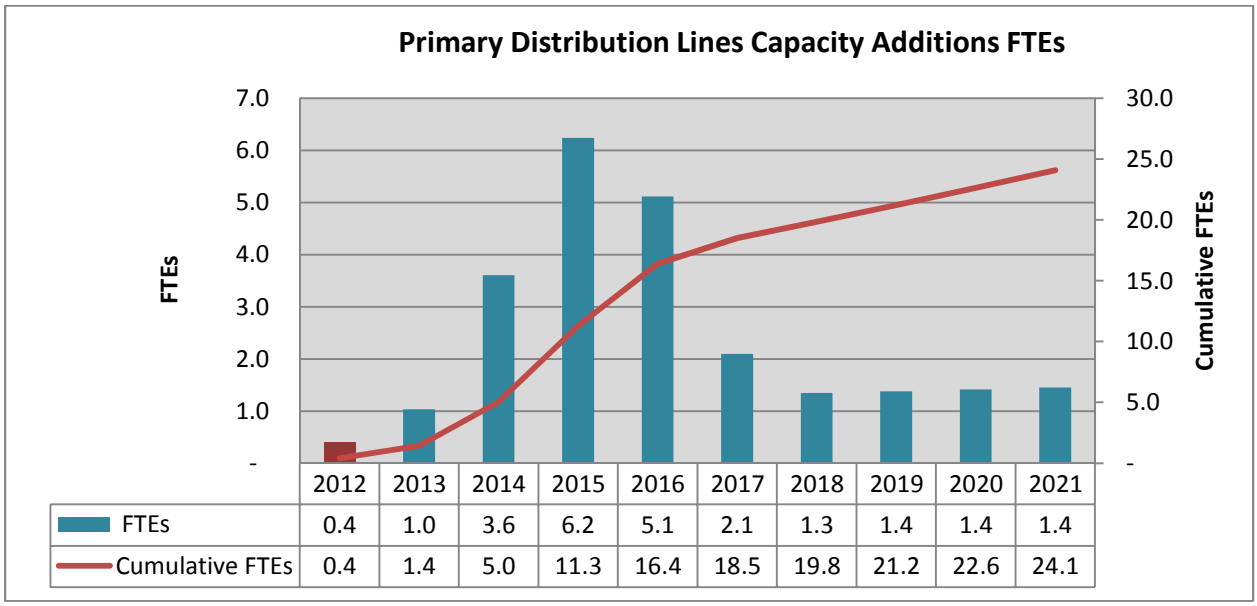


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	0.3	0.2	0.8	1.4	1.1	0.5	0.3	0.3	0.3	0.3
Cumulative Capital	0.3	0.5	1.3	2.7	3.8	4.3	4.6	4.9	5.2	5.5

1.K.3: Program FTEs

Figure 1.K.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were .4 FTEs for this program in 2012 with 24.1 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.K.3: Primary Distribution Line Capacity Additions FTEs

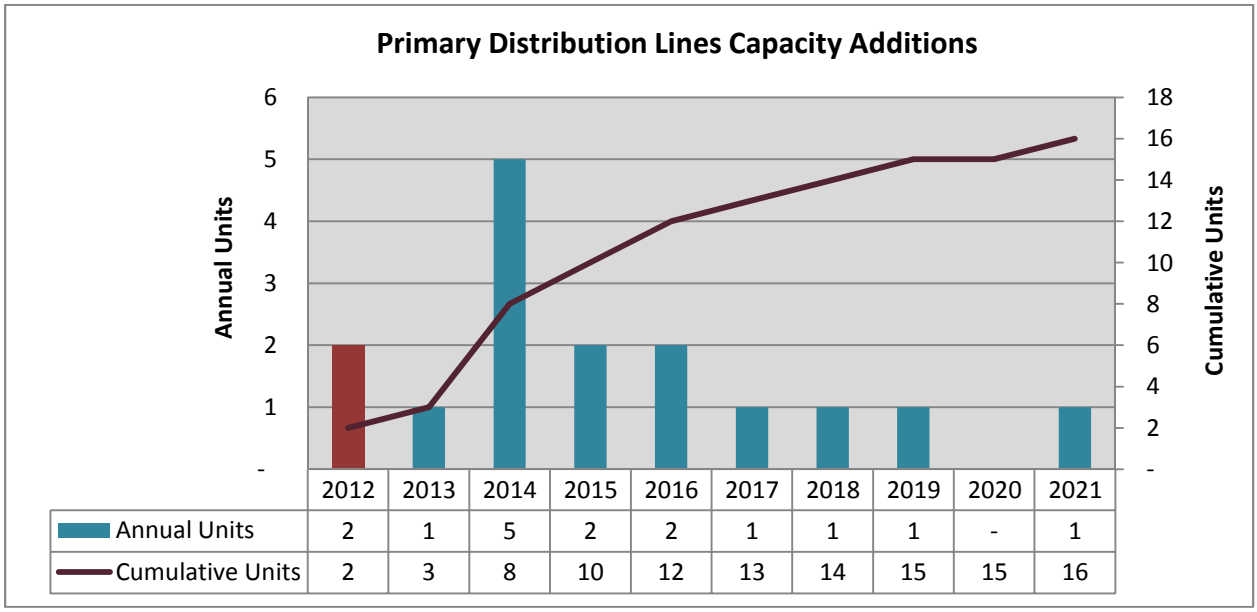


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	0.4	1.0	3.6	6.2	5.1	2.1	1.3	1.4	1.4	1.4
Cumulative FTEs	0.4	1.4	5.0	11.3	16.4	18.5	19.8	21.2	22.6	24.1

1.K.4: Program Schedule/Units

Figure 1.K.4 shows the actual lines that had capacity added in 2012 and the estimated number of primary distribution lines to have capacity added in 2013-2021. In 2012 there were 2 units installed under this program. In total, 16 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are the estimated "projects" for circuit capacity additions.

Figure 1.K.4: Primary Distribution Lines Capacity Additions Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	2	1	5	2	2	1	1	1	-	1
Cumulative Units	2	3	8	10	12	13	14	15	15	16

SECTION 1.L: Bulk Transformer Outage Mitigation

1.L.1: Program Scope

This program is to provide system reinforcements by installing a second bulk supply transformer, building a new bulk supply substation, or reconductoring high voltage distribution lines to provide the system redundancy required to facilitate system maintenance and avoid load curtailments during a bulk substation transformer outage.

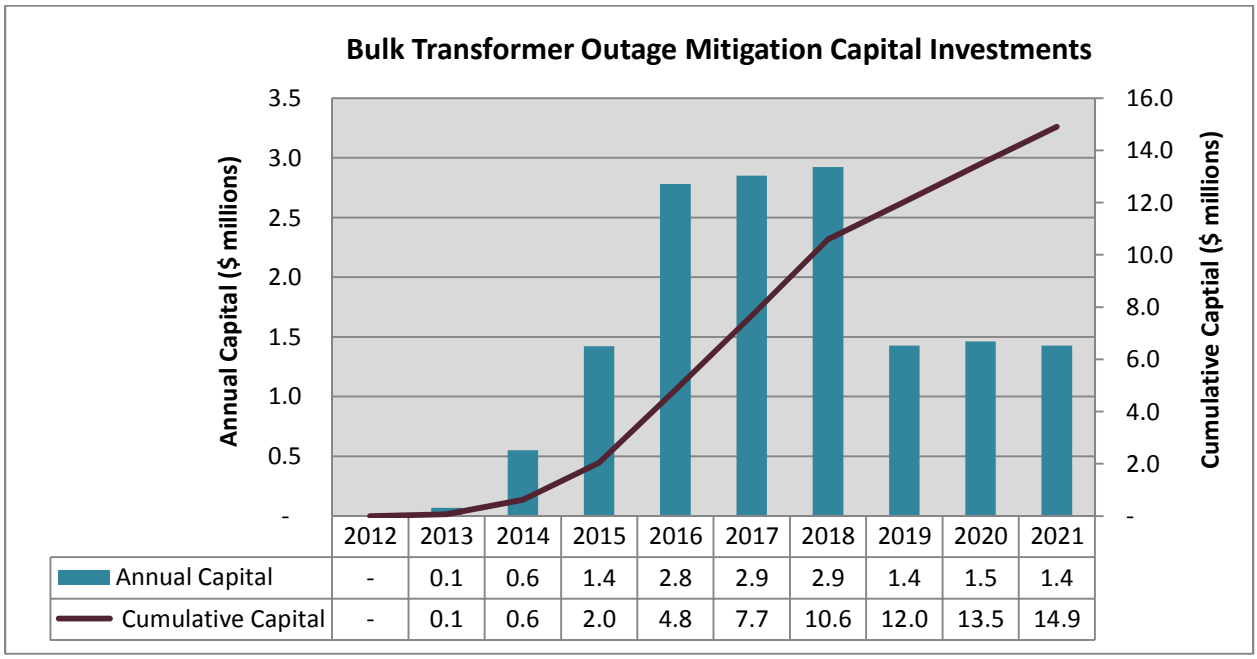
Evaluation of potential projects includes the analyses of the robustness of the system during off peak season when a planned outage of a bulk supply transformer might occur for maintenance purposes. The criteria specifies that for the planned outage of a bulk supply transformer and the loss of a single high voltage distribution line, transmission line or generating unit while supplying 65% of projected peak system load, the system shall operate with all equipment at or below emergency thermal limits and within voltage limits.

There are approximately 241 bulk supply transformers in service on the AIC system. Out of the 67 bulk supply transformers that have been reviewed to date, issues were identified in seven instances (10%) which will require system reinforcements to meet the planning criteria. This program currently seeks to mitigate six of those locations.

1.L.2: Program Capital Investments

Figure 1.L.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Bulk Transformer Outage Mitigation program. In 2012 AIC invested $0 in the program. In total, AIC estimates the program investment to be $14.9 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.L.2: Bulk Transformer Outage Mitigation Capital Investments

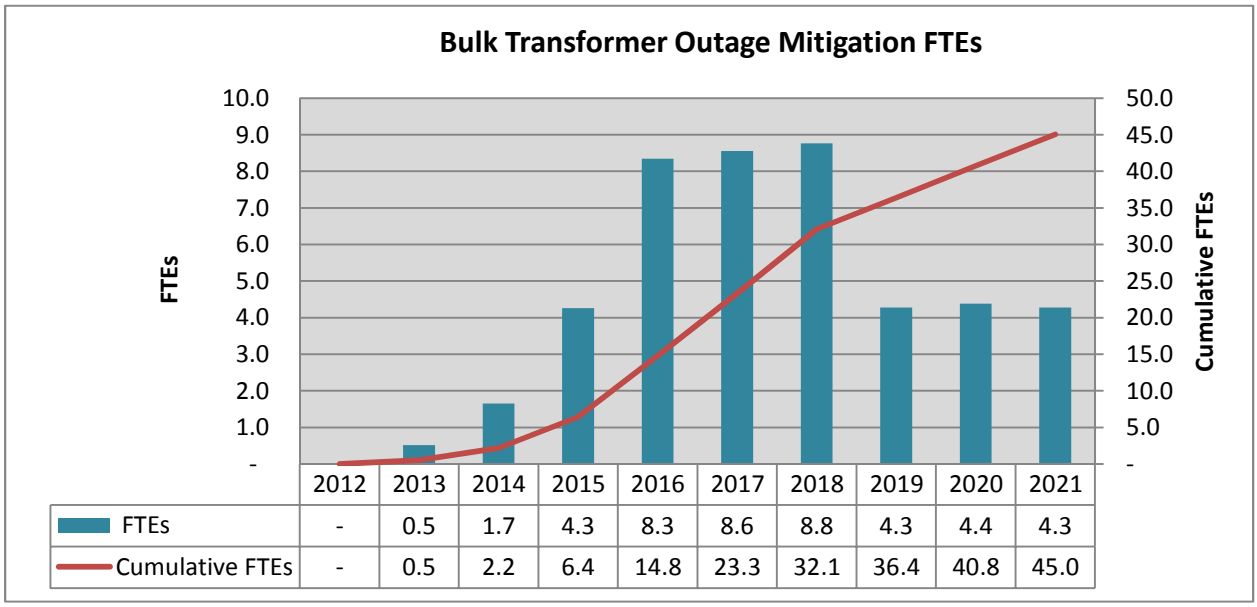


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	0.1	0.6	1.4	2.8	2.9	2.9	1.4	1.5	1.4
Cumulative Capital	-	0.1	0.6	2.0	4.8	7.7	10.6	12.0	13.5	14.9

1.L.3: Program FTEs

Figure 1.L.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 0 FTEs for this program in 2012 with 45.0 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.L.3: Bulk Transformer Outage Mitigation FTEs

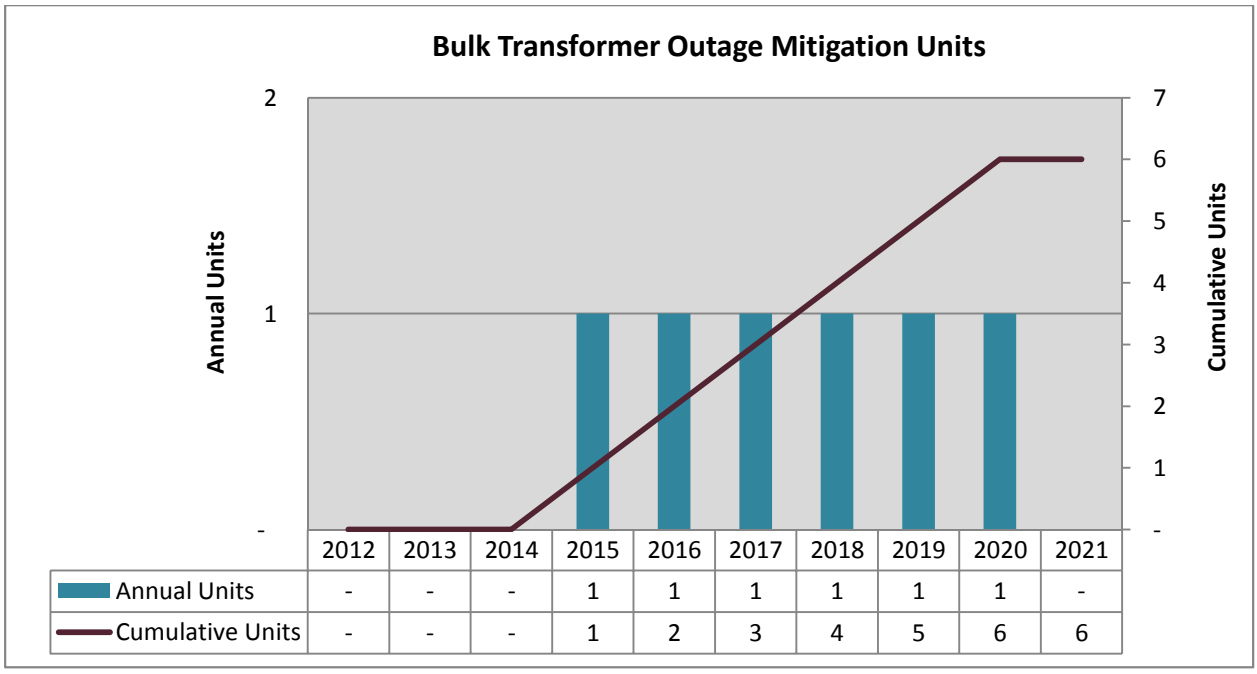


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	-	0.5	1.7	4.3	8.3	8.6	8.8	4.3	4.4	4.3
Cumulative FTEs	-	0.5	2.2	6.4	14.8	23.3	32.1	36.4	40.8	45.0

1.L.4: Program Schedule/Units

Figure 1.L.4 shows the projected number of bulk transformers outage situations to be mitigated. In 2012 there were 0 units installed under this program. In total, 6 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are the "locations" mitigated.

Figure 1.L.4: Bulk Transformer Mitigation Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	-	-	-	1	1	1	1	1	1	-
Cumulative Units	-	-	-	1	2	3	4	5	6	6

SECTION 1.M: Rebuild High Voltage Distribution Lines

1.M.1: Program Scope

The objective of this program is to rebuild and/or reconductor select high voltage distribution lines. In many cases, the scope of work may be limited to a portion of a line or targeted to address a specific reliability concern such as pole failures or lightning related outages.

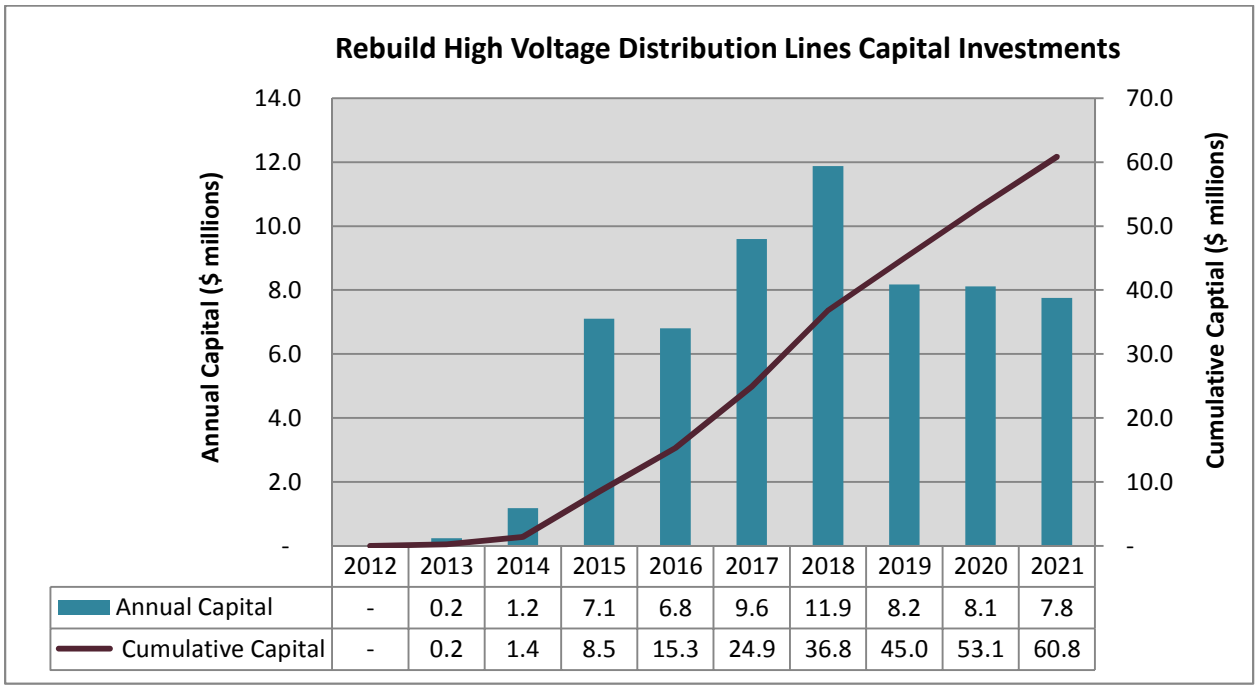
The following factors will be used in prioritizing and determining which high voltage distribution lines will be rebuilt.

1. Greatest number of customers
2. Outage history
3. Condition of the facilities
4. System operating parameters
5. Workload management.

1.M.2: Program Capital Investments

Figure 1.M.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Rebuild High Voltage Distribution Lines program. In 2012 AIC invested $0 in the program. In total, AIC estimates the program investment to be $60.8 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.M.2: Rebuild High Voltage Distribution Lines Capital Investments

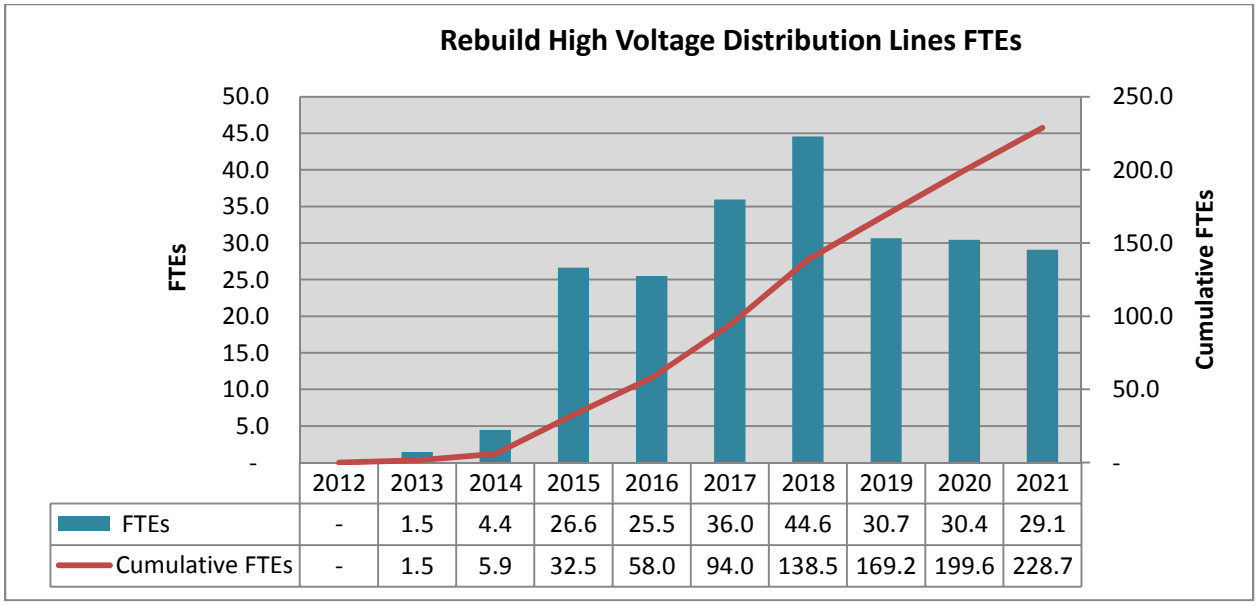


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	0.2	1.2	7.1	6.8	9.6	11.9	8.2	8.1	7.8
Cumulative Capital	-	0.2	1.4	8.5	15.3	24.9	36.8	45.0	53.1	60.8

1.M.3: Program Schedule FTEs

Figure 1.M.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 0 FTEs for this program in 2012 with 228.7 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.M.3: Rebuild High Voltage Distribution Lines FTEs

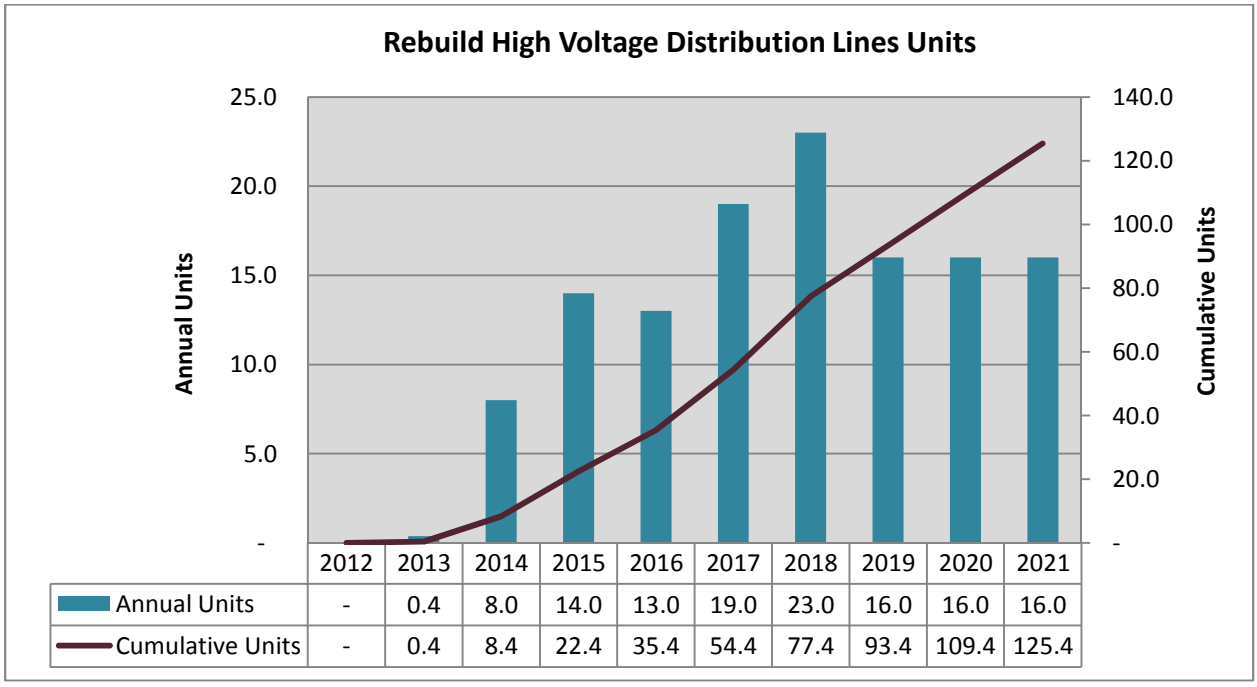


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	-	1.5	4.4	26.6	25.5	36.0	44.6	30.7	30.4	29.1
Cumulative FTEs	-	1.5	5.9	32.5	58.0	94.0	138.5	169.2	199.6	228.7

1.M.4: Program Schedule/Units

Figure 1.M.4 shows the projected number of Rebuild High Voltage Distribution Units. In 2012 there were 0 units installed under this program. In total, 125.4 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "miles" of high voltage distribution line.

Figure 1.M.4: Rebuild High Voltage Distribution Lines Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	-	0.4	8.0	14.0	13.0	19.0	23.0	16.0	16.0	16.0
Cumulative Units	-	0.4	8.4	22.4	35.4	54.4	77.4	93.4	109.4	125.4

SECTION 1.N: Expand Bulk Supply Substations

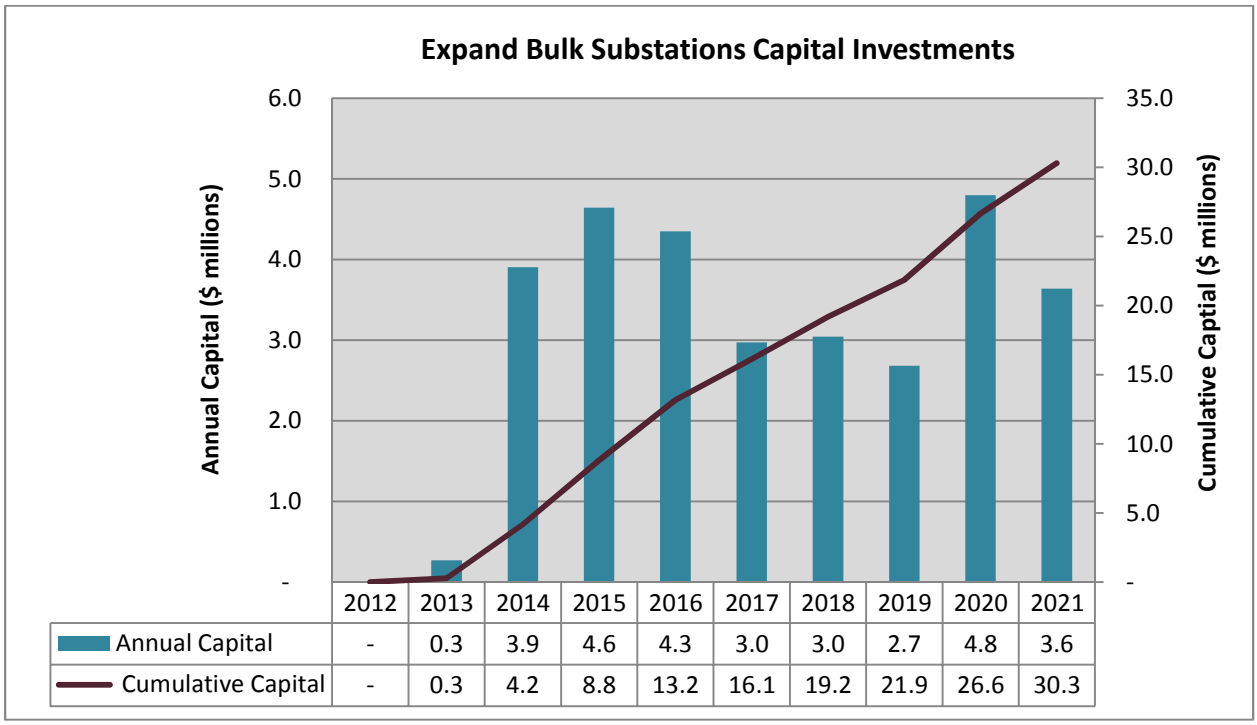
1.N.1: Program Scope

This program will construct new bulk supply substations (e.g., 161/69 kV, 138/69 kV, and 138/34.5 kV), or install new bulk supply transformers at existing substation locations, and implement associated line and equipment reinforcements. These are major system upgrades required to meet planning criteria (when small incremental improvements are no longer sufficient) and for which significant increases above present capital spending levels are required.

1.N.2: Program Capital Investments

Figure 1.N.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Expand Bulk Supply Substations program. In 2012 AIC invested $0 in the program. In total, AIC estimates the program investment to be $30.3 million of capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.N.2: Expand Bulk Supply Substations Capital Investments

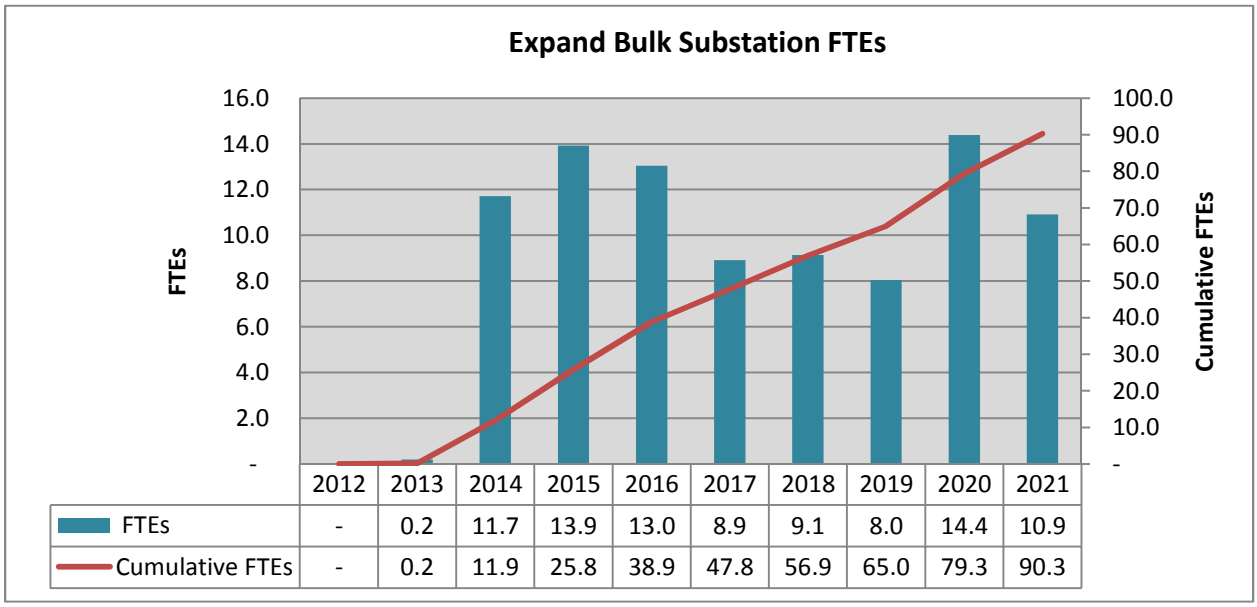


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	0.3	3.9	4.6	4.3	3.0	3.0	2.7	4.8	3.6
Cumulative Capital	-	0.3	4.2	8.8	13.2	16.1	19.2	21.9	26.6	30.3

1.N.3: Program FTEs

Figure 1.N.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 0 FTEs for this program in 2012 with 90.3 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.N.3: Expand Bulk Supply Substations FTEs

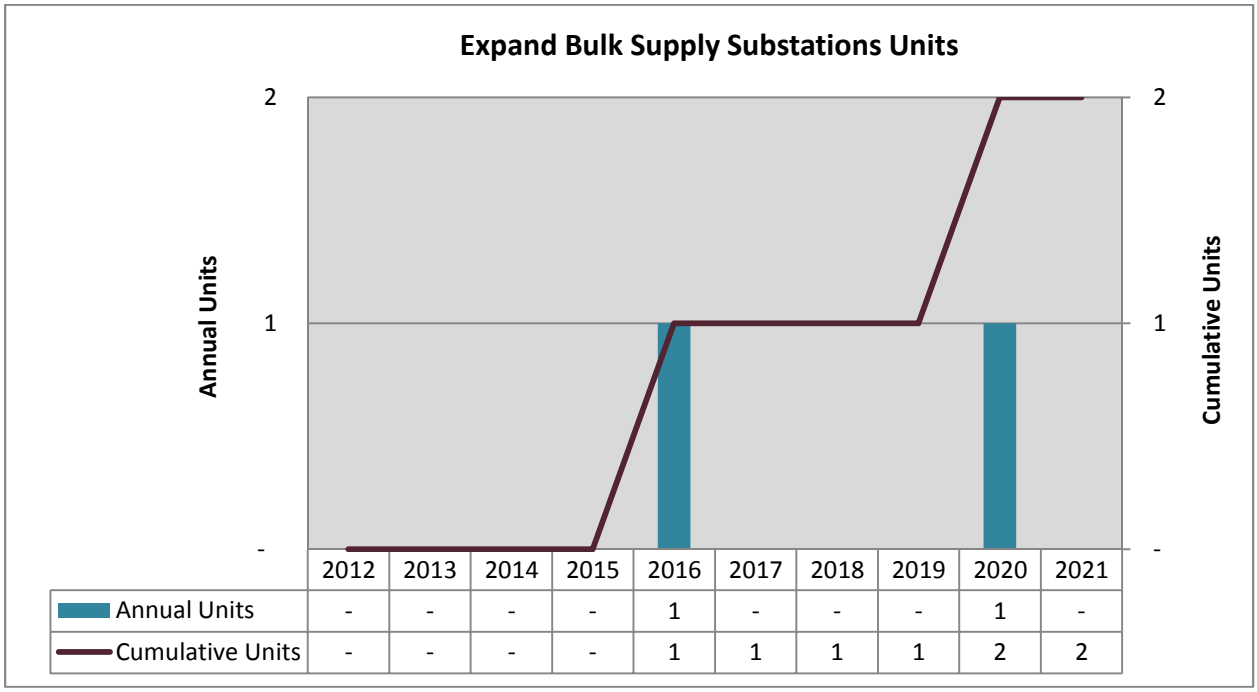


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	-	0.2	11.7	13.9	13.0	8.9	9.1	8.0	14.4	10.9
Cumulative FTEs	-	0.2	11.9	25.8	38.9	47.8	56.9	65.0	79.3	90.3

1.N.4: Program Schedule/Units

Figure 1.N.4 shows the projected number of bulk supply substations to be expanded. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. In 2012 there were 0 units installed under this program. In total, 2 units are projected to be installed from 2012-2021.Estimates of cost, units of work, and schedules for that work may evolve over time.

Figure 1.N.4: Expanded Bulk Substations Units



SECTION 1.O: Underground Primary Distribution Cable

1.O.1: Program Scope

AIC has approximately 5,165 miles of 1Ø underground primary conductor and approximately 1,618 miles of 2Ø and 3Ø underground primary conductors in service. Engineering analysis has identified many direct buried underground primary distribution cable sections that have reached the end of their useful operating life. These sections will be evaluated for either rejuvenation or replacement.

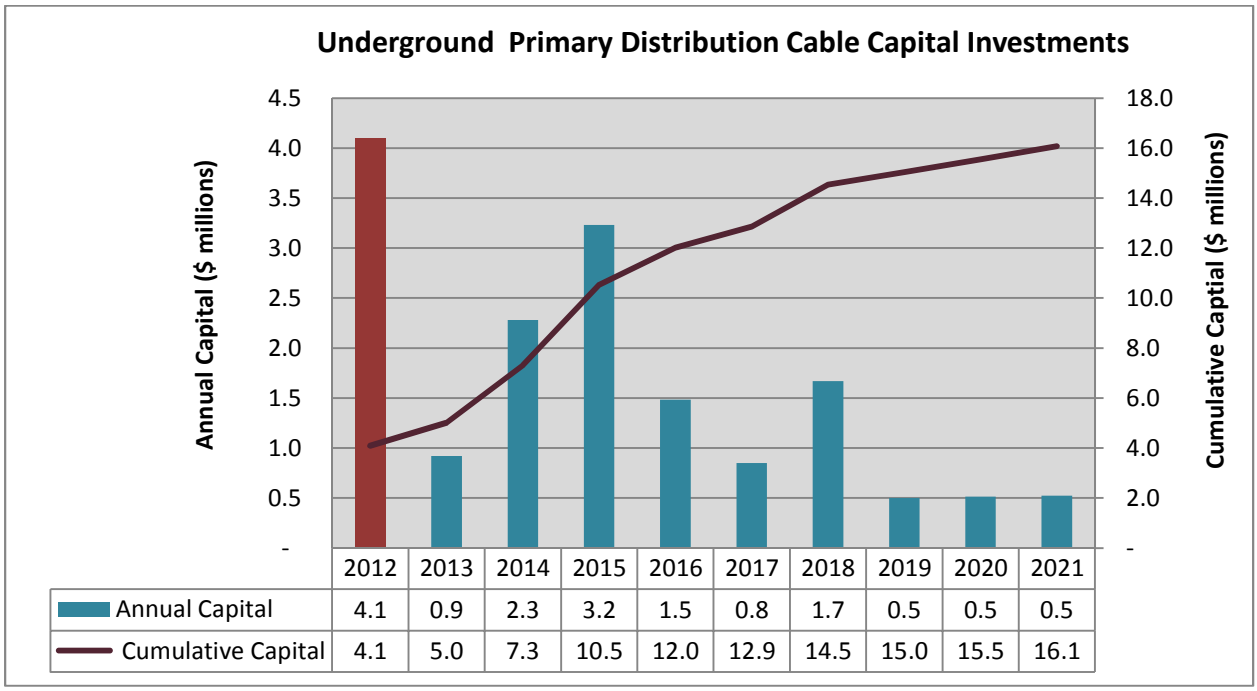
These projects will be selected on the basis of:

1. Historical outage information
2. Engineering analysis
3. Greatest number of customers
4. Workload management.

1.O.2: Program Capital Investments

Figure 1.O.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Underground Primary Cable program. In 2012 AIC invested $4.1M in the program. In total, AIC estimates the program investment to be $16.1 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.O.2: Underground Primary Distribution Cable Capital Investments

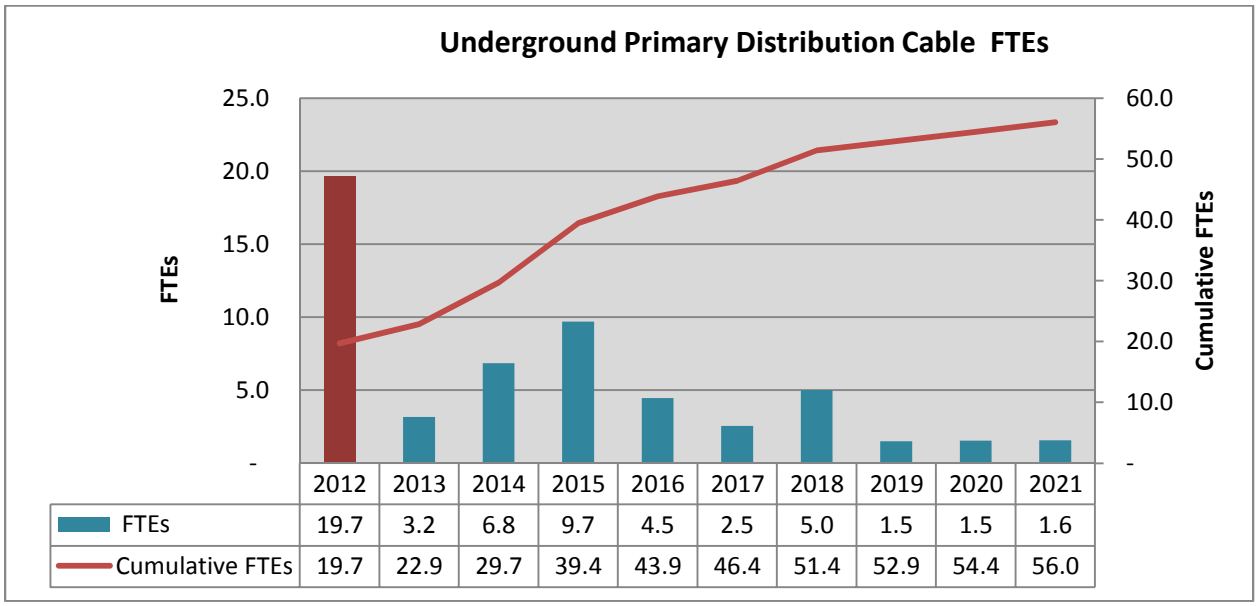


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	4.1	0.9	2.3	3.2	1.5	0.8	1.7	0.5	0.5	0.5
Cumulative Capital	4.1	5.0	7.3	10.5	12.0	12.9	14.5	15.0	15.5	16.1

1.O.3: Program FTEs

Figure 1.O.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 19.7 FTEs for this program in 2012 with 56.0 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.O.3: Underground Primary Distribution Cable FTEs

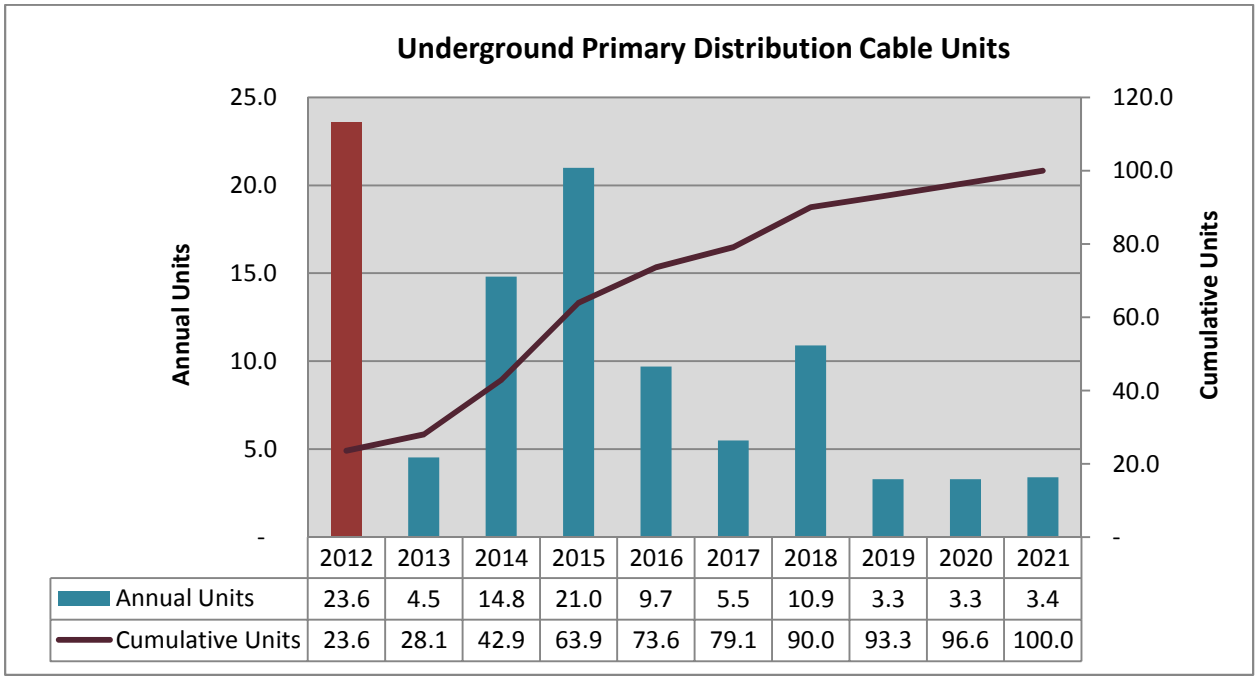


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	19.7	3.2	6.8	9.7	4.5	2.5	5.0	1.5	1.5	1.6
Cumulative FTEs	19.7	22.9	29.7	39.4	43.9	46.4	51.4	52.9	54.4	56.0

1.O.4: Program Schedule/Units

Figure 1.O.4 shows the actual miles of underground cable replaced in 2012 and the projected miles of primary underground cable to be rejuvenated or replaced in 2013-2021. In 2012 there were 23.6 units installed under this program. In total, 100.0 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "miles" of cable.

Figure 1.O.4: Underground Primary Distribution Cable Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	23.6	4.5	14.8	21.0	9.7	5.5	10.9	3.3	3.3	3.4
Cumulative Units	23.6	28.1	42.9	63.9	73.6	79.1	90.0	93.3	96.6	100.0

SECTION 1.P: Primary Distribution System Ties

1.P.1: Program Scope

This program plans to build primary distribution circuits to tie primary distribution circuit ties for better operating efficiency and reliability. This could include making distribution ties between adjacent substations, tying “legacy” company circuits together that are in close proximity, or tying to other utility sources such as CO-OPs and municipalities.

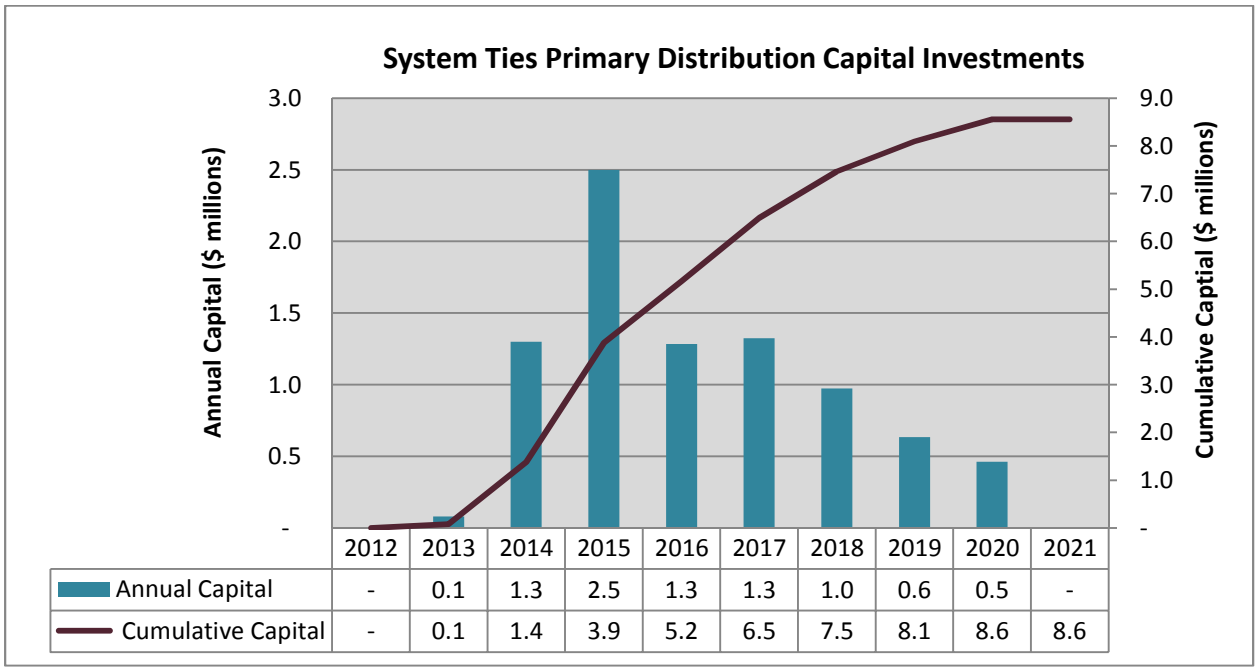
New system ties will be selected based on:

1. System benefit
2. Greatest number of customers
3. Outage history
4. Workload management.

1.P.2: Program Capital Investments

Figure 1.P.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Primary Distribution System Ties. In 2012 AIC invested $0 in the program. In total, AIC estimates the program investment to be $8.6 million of capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.P.2: Primary Distribution System Ties Capital Investments

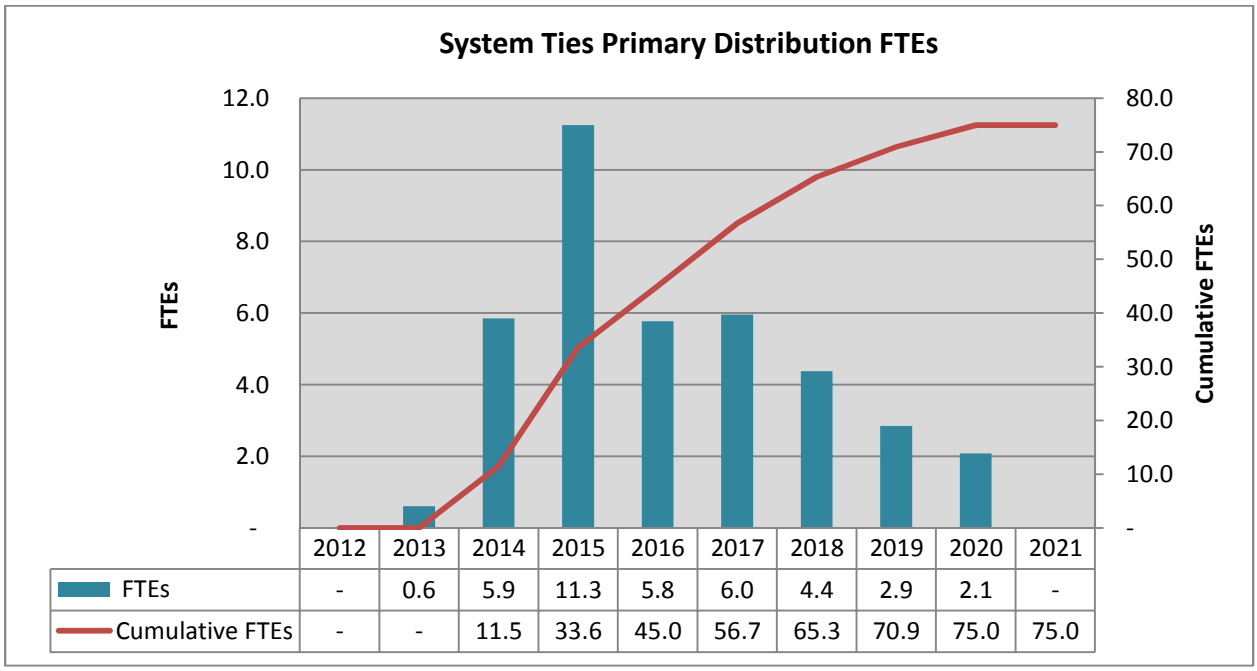


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	0.1	1.3	2.5	1.3	1.3	1.0	0.6	0.5	-
Cumulative Capital	-	0.1	1.4	3.9	5.2	6.5	7.5	8.1	8.6	8.6

1.P.3: Program FTEs

Figure1.P.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 0 FTEs for this program in 2012 with 75.0 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.P.3: Primary Distribution System Ties FTEs

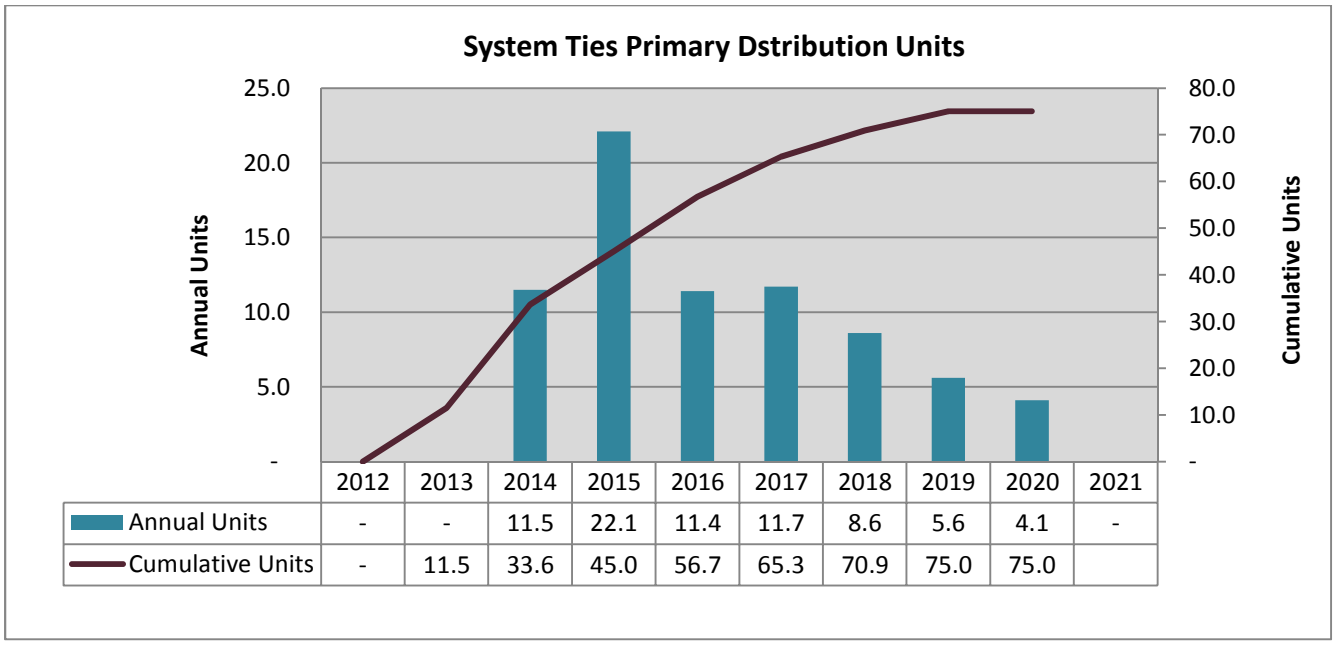


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	-	0.6	5.9	11.3	5.8	6.0	4.4	2.9	2.1	-
Cumulative FTEs	-	-	11.5	33.6	45.0	56.7	65.3	70.9	75.0	75.0

1.P.4: Program Schedule/Units

Figure 1.P.4 shows the projected miles of primary distribution to be installed for system ties. In 2012 there were 0 units installed under this program. In total, 75 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "miles" of distribution line.

Figure 1.P.4: Primary Distribution System Ties Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	-	-	11.5	22.1	11.4	11.7	8.6	5.6	4.1	-
Cumulative Units	-	11.5	33.6	45.0	56.7	65.3	70.9	75.0	75.0	

SECTION 1.Q: CERT Remediation

1.Q.1: Program Scope

This program will specifically target existing and potential Customers Exceeding Reliability Targets (CERT) for remediation each year. This could include reconductoring and/or rebuilding portions of distribution circuits, building new distribution circuit tie points (including ties to CO-OPs or municipalities), or installation of targeted distribution automation schemes.

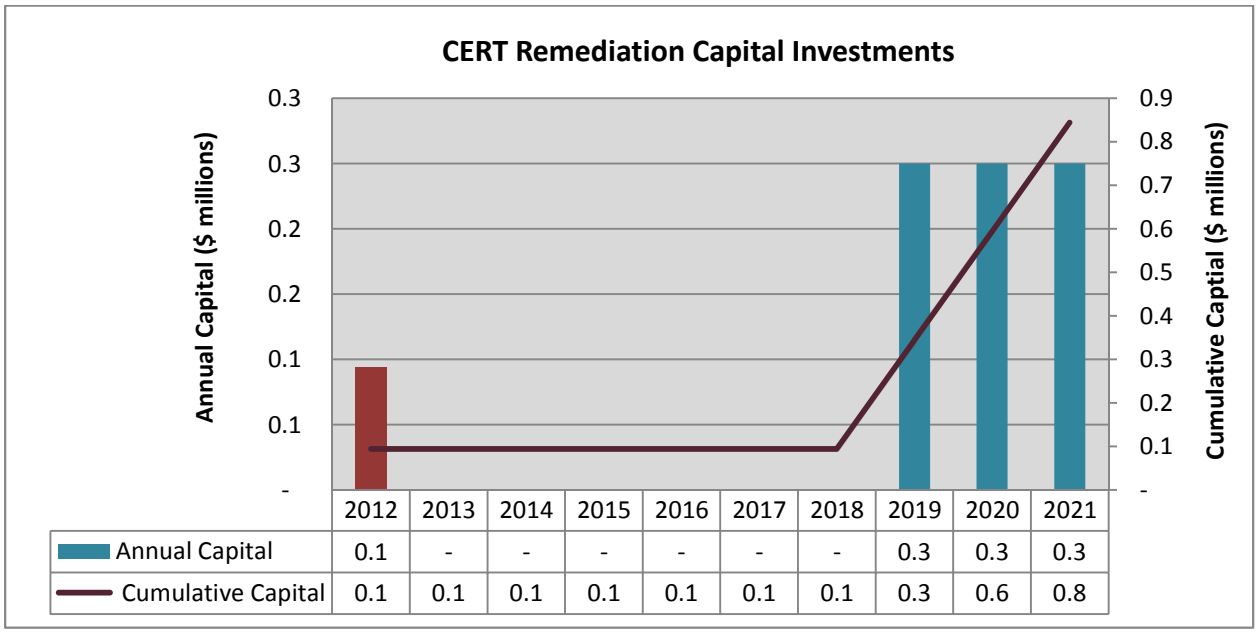
Projects will be selected on the bases of:

1. Greatest number of existing or potential CERT customers
2. Historical outage information
3. Scope of each individual project
4. Workload management.

1.Q.2: Program Capital Investments

Figure 1.Q.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for CERT Remediation. In 2012 AIC invested $.1M in the program. In total, AIC estimates the program investment to be $.8 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.Q.2: CERT Remediation Capital Investments

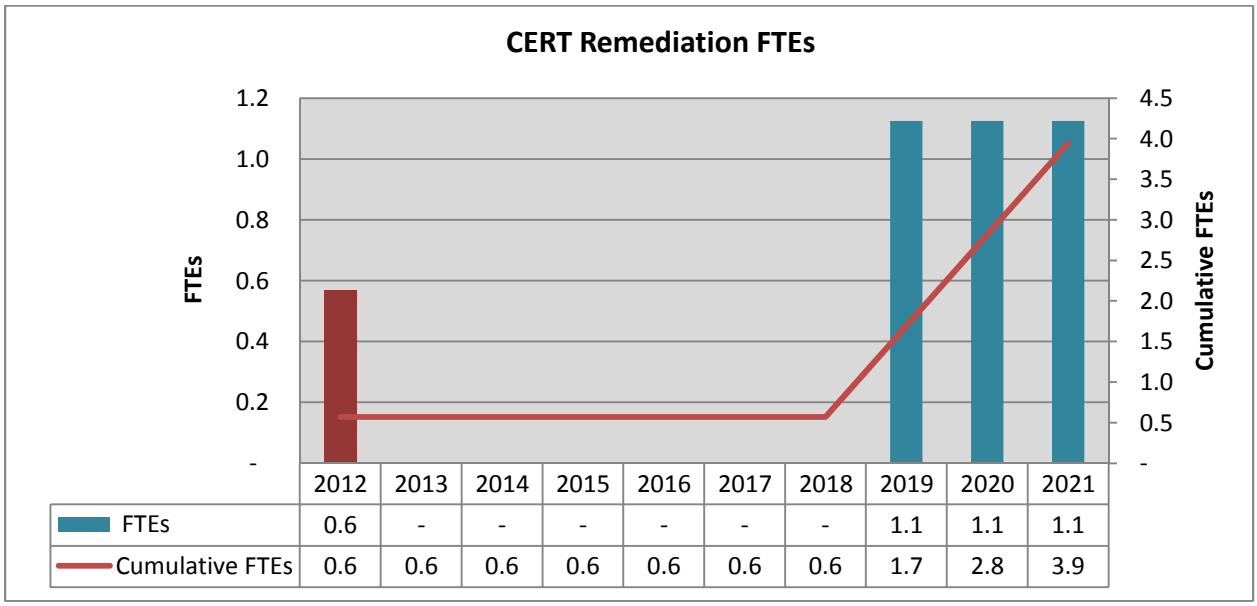


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	0.1	-	-	-	-	-	-	0.3	0.3	0.3
Cumulative Capital	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.3	0.6	0.8

1.Q.3: Program FTEs

Figure 1.Q.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were .6 FTEs for this program in 2012 with 3.9 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.Q.3: CERT Remediation FTEs

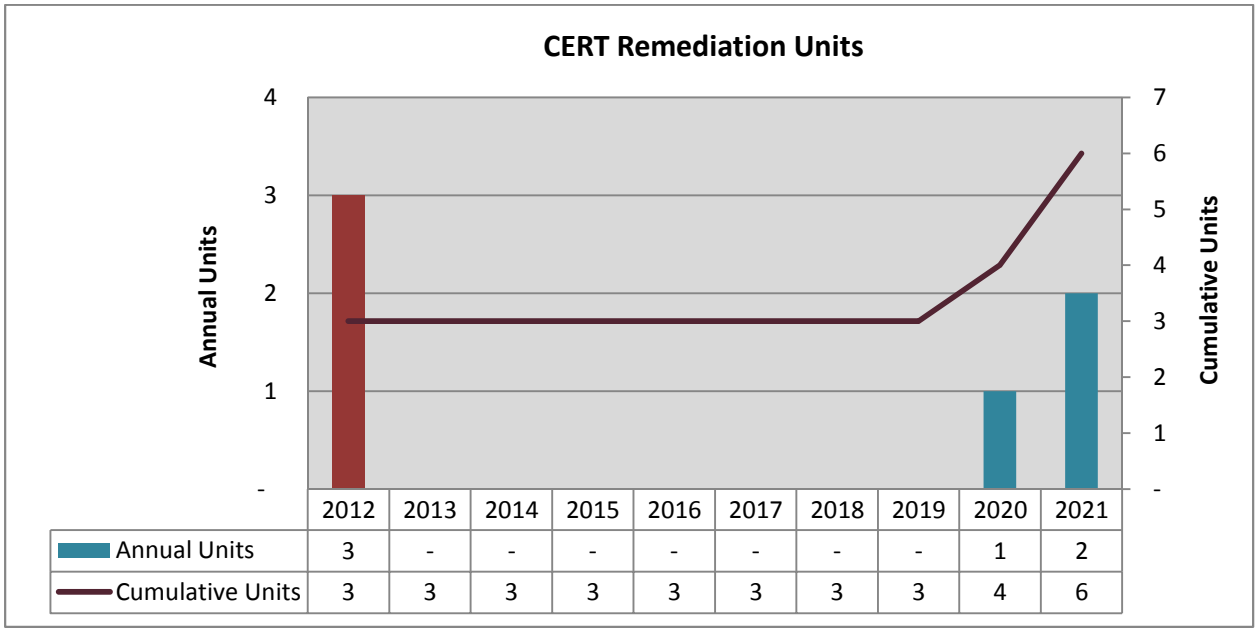


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	0.6	-	-	-	-	-	-	1.1	1.1	1.1
Cumulative FTEs	0.6	0.6	0.6	0.6	0.6	0.6	0.6	1.7	2.8	3.9

1.Q.4: Program Schedule/Units

Figure 1.Q.4 shows the actual projects in 2012 and the projected number of CERT Remediation projects for 2013-2021. In 2012 there were 3 units installed under this program. In total, 6 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "projects".

Figure 1.Q.4: CERT Remediation Units



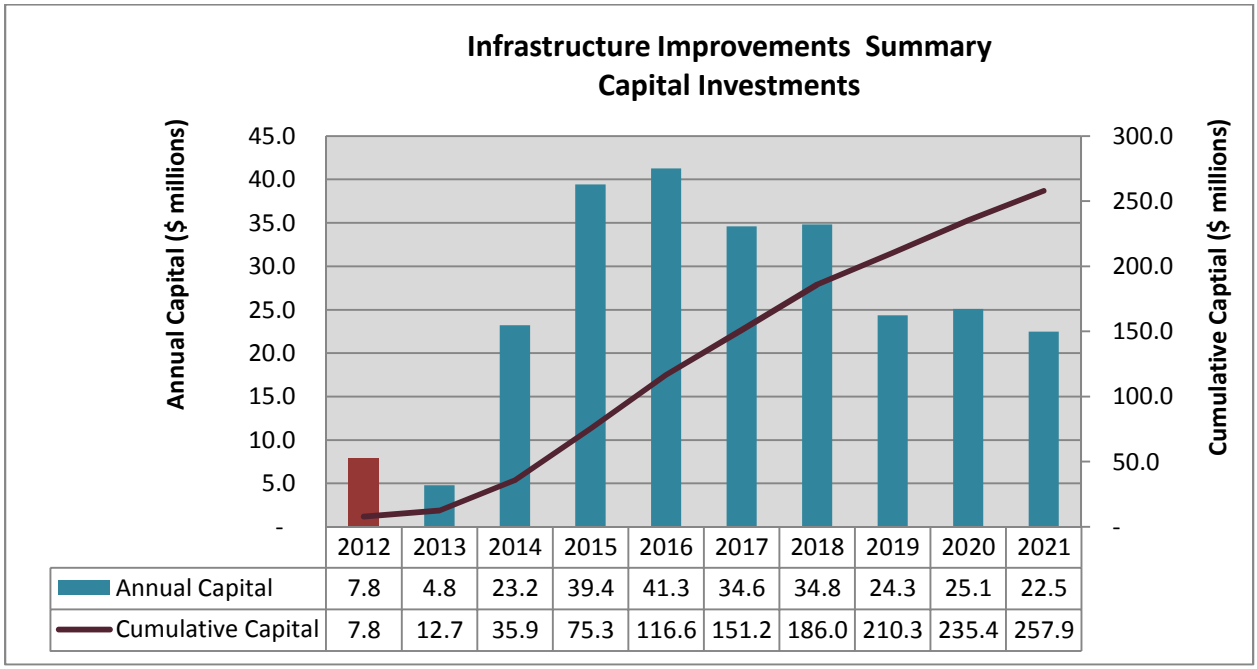
	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	3	-	-	-	-	-	-	-	1	2
Cumulative Units	3	3	3	3	3	3	3	3	4	6

SECTION 1.R: Infrastructure Improvement Summary

1.R.1: Summary Capital Investments

Figure 1.R.1 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for all the Infrastructure Improvement programs under the Infrastructure and Modernization portion of the Act except the Training Facilities. In 2012 AIC invested $7.8M in the program. In total, AIC estimates the program investment to be $257.9 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 1.R.1: Infrastructure Improvement Summary Capital Investments

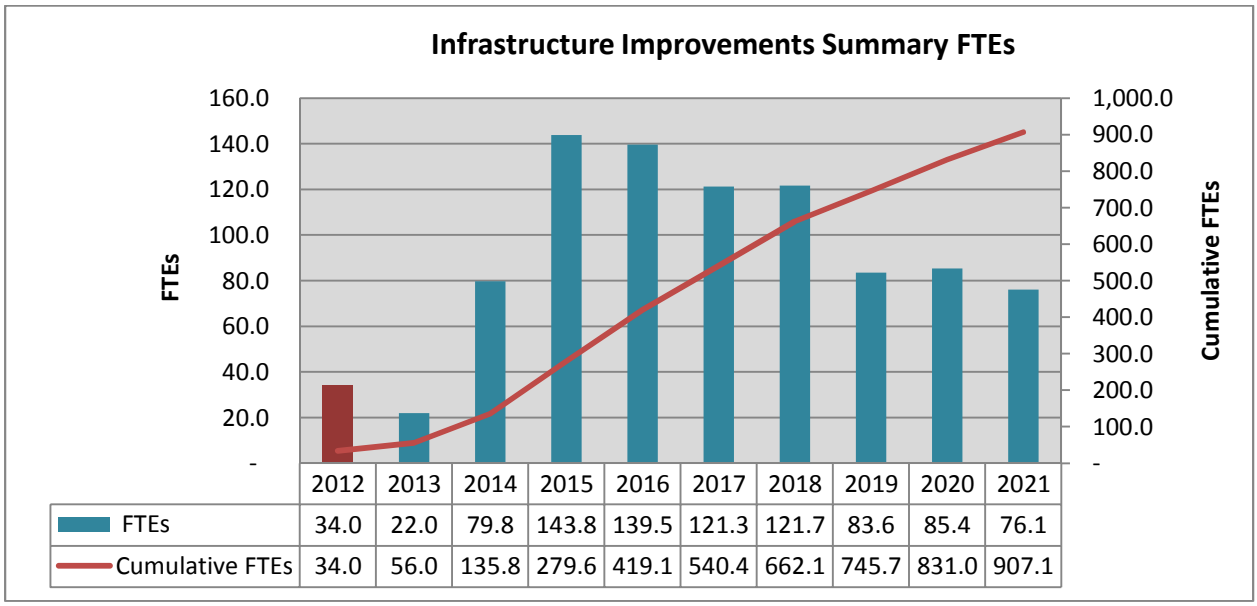


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	7.8	4.8	23.2	39.4	41.3	34.6	34.8	24.3	25.1	22.5
Cumulative Capital	7.8	12.7	35.9	75.3	116.6	151.2	186.0	210.3	235.4	257.9

1.R.2: Program FTEs

Figure1.R.2 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 34.0 FTEs for this program in 2012 with 907.1 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 1.R.2: Infrastructure Improvement Summary FTEs



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	34.0	22.0	79.8	143.8	139.5	121.3	121.7	83.6	85.4	76.1
Cumulative FTEs	34.0	56.0	135.8	279.6	419.1	540.4	662.1	745.7	831.0	907.1

SECTION 2 Training Facilities

2.A.1: Program Scope

AIC presently conducts electric training at our Decatur training facility. The training facility program provides for upgrades to the existing Decatur facility and the establishment of a training center in the Belleville area. The Belleville facility will provide an additional site to perform electric line training, smart grid equipment, and relay training.

The Belleville indoor training facilities consists of two state of the art training rooms, one which will accommodate computer training and one that will be designed to conduct conventional training. It also includes a high bay training room where hands-on training can be conducted on smart grid and relay equipment. In addition to classrooms the facility includes a conference room, office space, restrooms, a student break/food area and storage.

The Belleville outdoor training facilities include:

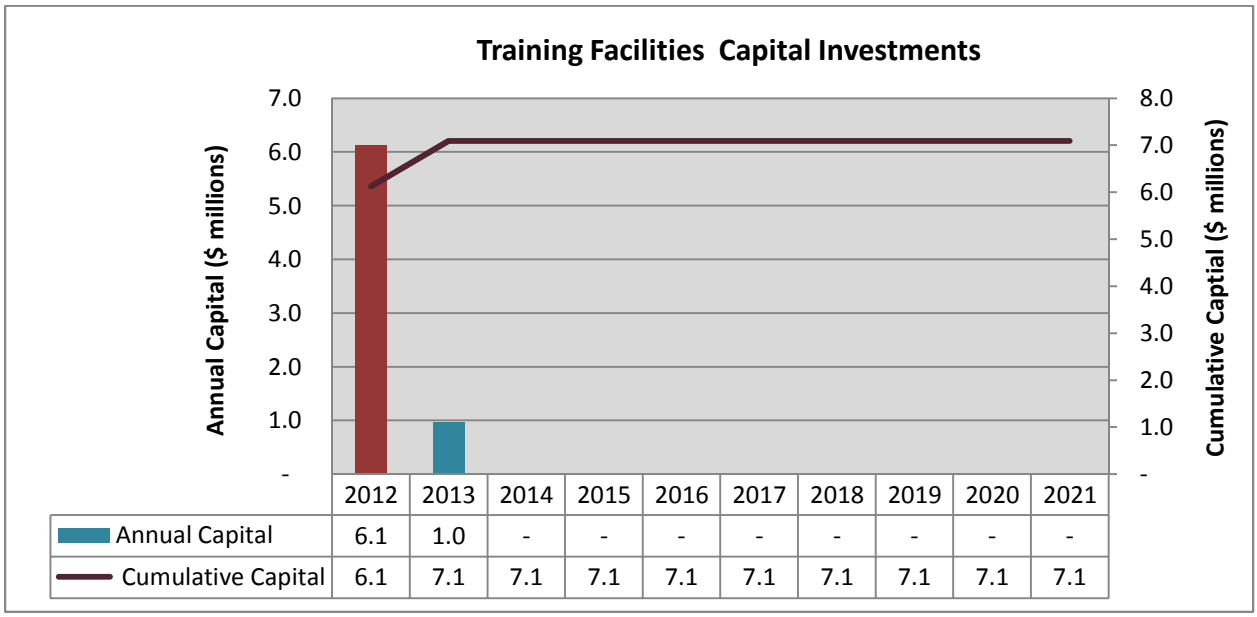
1. A pole climbing area that will consist of poles arranged in a circular form where lineman will perfect their abilities to climb.
2. A three phase line that will take 12kV and convert it to 4 kV which will allow the building of transformer banks, energized 4kV rubber glove training, switching training, etc.
3. A single and a three phase line that will be used as either 4kV or 12kV which will allow for the training of rubber gloving, hot sticking, secondary transferring, etc.
4. An area used to teach underground safety, locating, fault locating, building and installation of underground facilities and the operation of trenchers and backhoes

Enhancements to the existing Decatur training facility include the improvement/construction of a roadway to better utilize the facility, addition of a second meter training room, installation of a second feed to the facility and construction of a small underground network training system.

2.A.2: Program Capital Investments

Figure 2.A.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the training facility program. In 2012 AIC invested $6.1M in the program. In total, AIC estimates the program investment to be $7.1 million of incremental capital investment, plus associated expenses over the program period. This cost includes the purchase, renovation and training equipment for an existing building to house the training center in Belleville and the capital investments necessary to enhance the existing Decatur training facility. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 2.A.2: Training Facilities Capital Investments

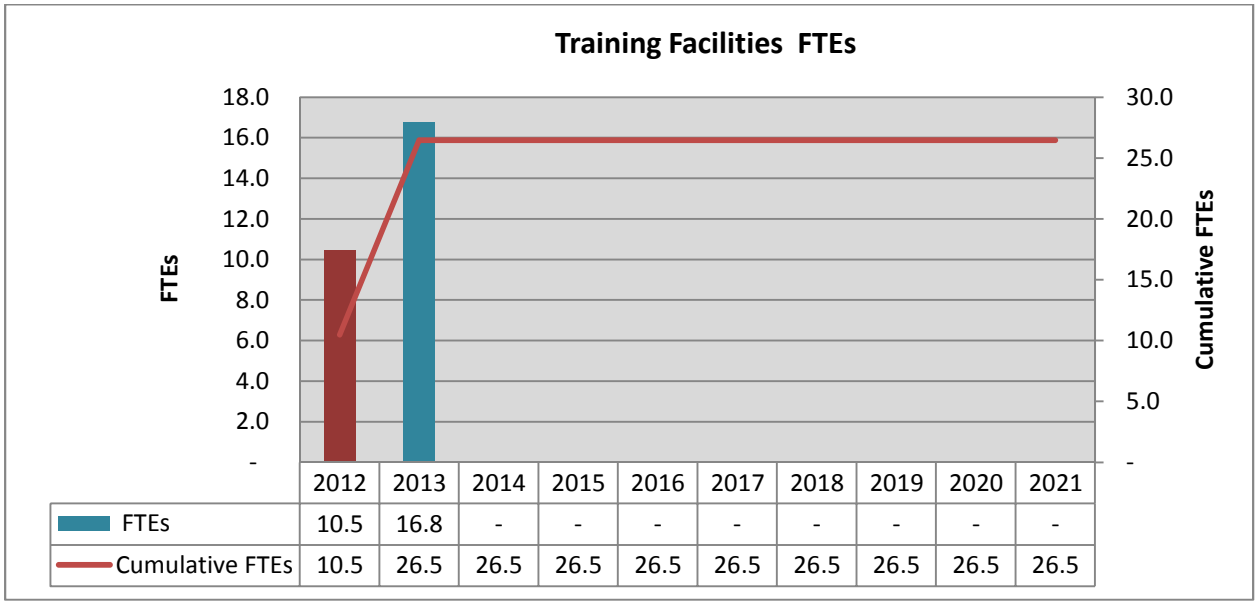


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	6.1	1.0	-	-	-	-	-	-	-	-
Cumulative Capital	6.1	7.1	7.1	7.1	7.1	7.1	7.1	7.1	7.1	7.1

2.A.3: Program FTEs

Figure 2.A.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 10.5 FTEs for this program in 2012 with 26.5 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft for both construction and operation of the training facilities. The FTE's below include the construction and additional operational requirements for the new and upgraded training facilities.

Figure 2.A.3: Training Facilities FTEs



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	10.5	16.8	-	-	-	-	-	-	-	-
Cumulative FTEs	10.5	26.5	26.5	26.5	26.5	26.5	26.5	26.5	26.5	26.5

SECTION 3: Distribution Automation

SECTION 3.A: Primary Distribution Automation

3.A.1: Program Scope

This program is intended to install distribution level (<15kV) automation schemes in a self-isolation mode. In most cases smart switching devices shall be installed (at least one bisecting the feeder backbone and at least one tying it to a different feeder) in order to facilitate the automatic isolation of the faulted feeder section and the restoration of the remaining load. This program also includes adding substation SCADA (System Control & Data Acquisition) including metering and control on distribution substation reclosers (<15kV) that are not currently so equipped. This may require the replacement of the existing fault interrupting device (example oil circuit reclosers) in order to provide this capability.

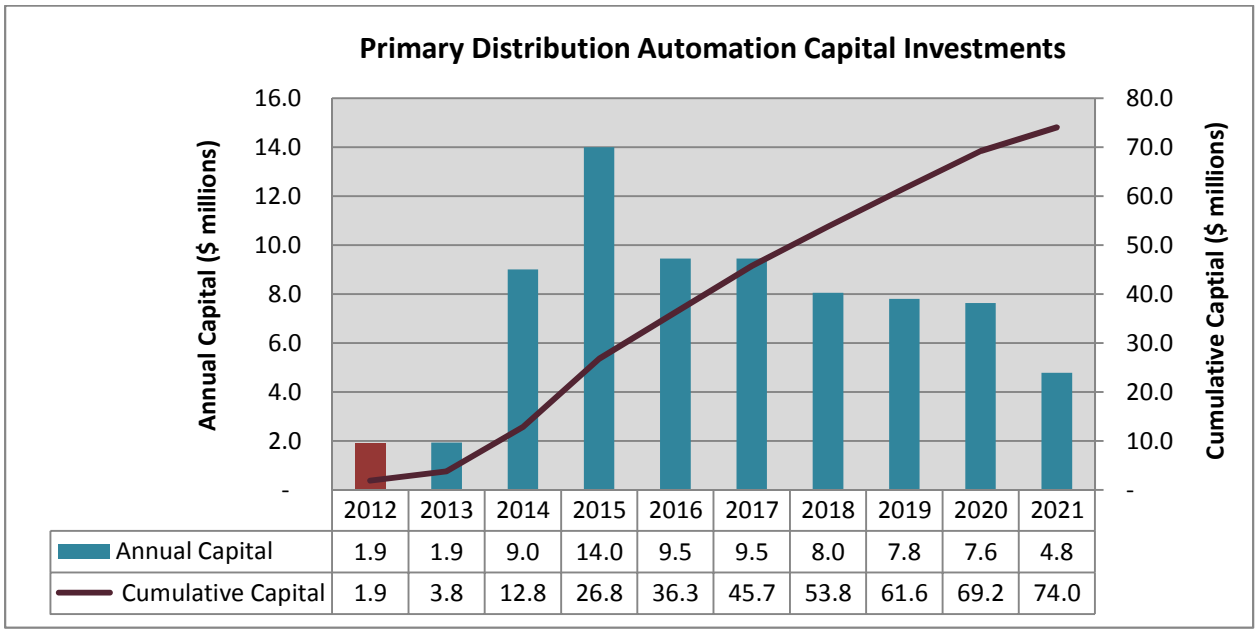
These projects will be selected on the basis of:

1. Greatest customer count
2. Historical outage information
3. Complexity of the project
4. Communication infrastructure requirements
5. Workload management.

3.A.2: Program Capital Investments

Figure 3.A.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Primary Distribution Automation program. In 2012 AIC invested $1.9M in the program. In total, AIC estimates the program investment to be $74.0 million of capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

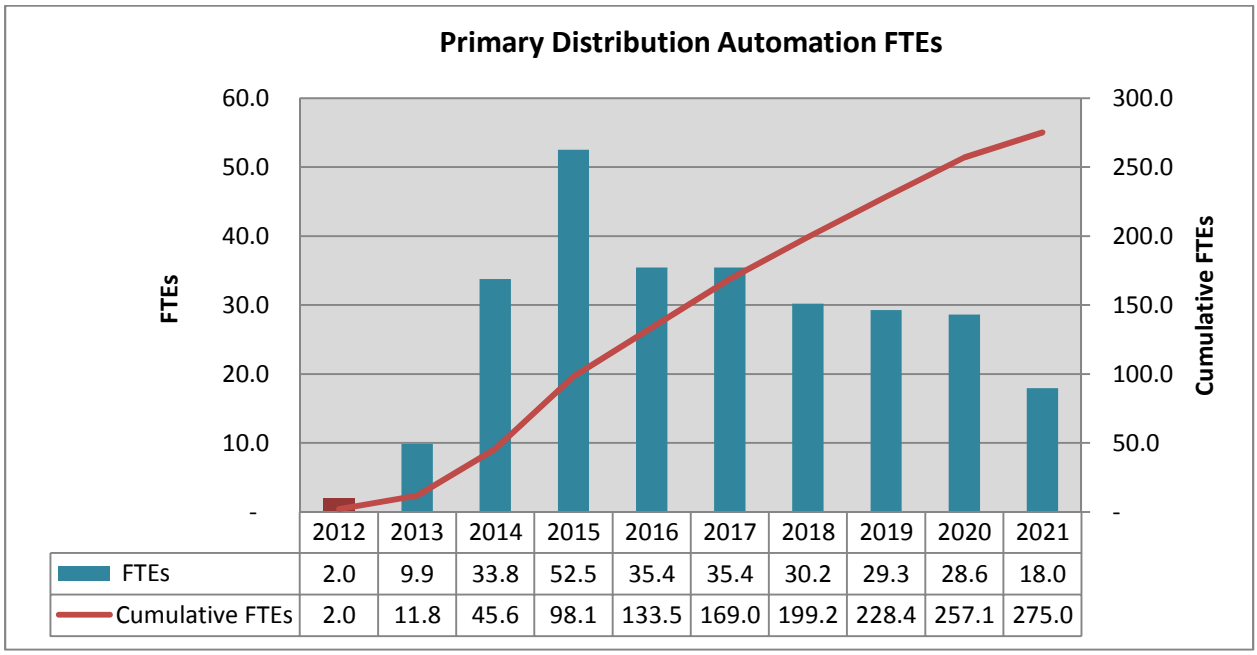
Figure 3.A.2: Primary Distribution Automation Capital Investments



3.A.3: Program FTEs

Figure 3.A.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 2.0 FTEs for this program in 2012 with 275.0 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 3.A.3: Primary Distribution Automation FTEs

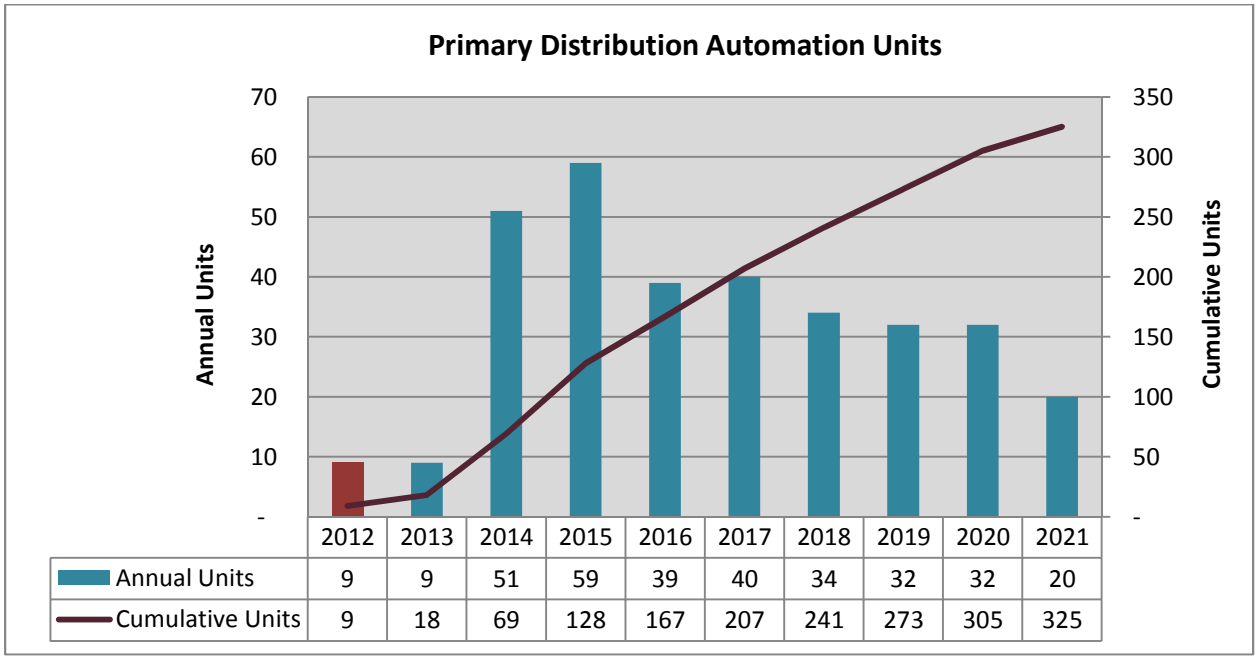


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	2.0	9.9	33.8	52.5	35.4	35.4	30.2	29.3	28.6	18.0
Cumulative FTEs	2.0	11.8	45.6	98.1	133.5	169.0	199.2	228.4	257.1	275.0

3.A.4: Program Schedule/Units

Figure 3.A.4 shows the actual automation projects in 2012 and the projected number of primary distribution projects in 2013-2021. In 2012 there were 9 units installed under this program. In total, 325 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown below are "projects".

Figure 3.A.4: Primary Distribution Automation Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	9	9	51	59	39	40	34	32	32	20
Cumulative Units	9	18	69	128	167	207	241	273	305	325

SECTION 3.B: Communication Infrastructure

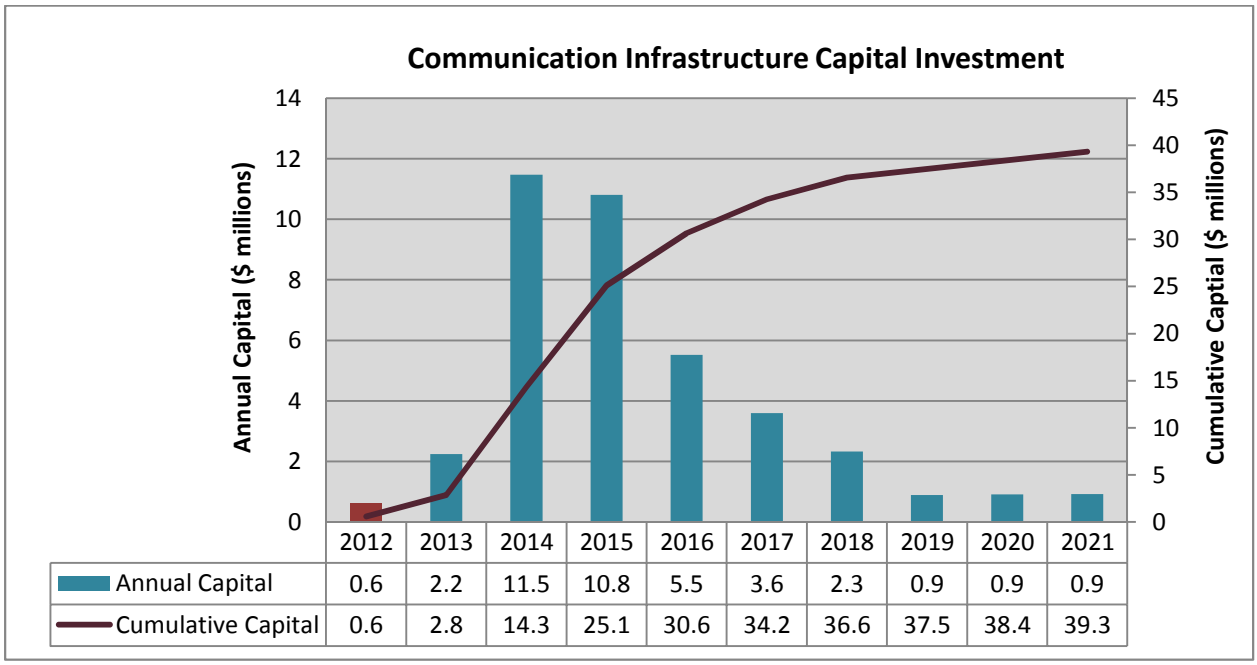
3.B.1: Program Scope

The AIC Smart Grid Communications Network (SGCN) will be designed and implemented based upon a multi-layered network communications architecture model. The model will incorporate Internet Protocol (IP) services to ensure maximum interoperability based upon current standards that are both available and are generally accepted as best practice in today's market and industry. To the maximum extent possible, products/solutions will comply with standards that have been deemed relevant by National Institute of Standards and Technology (NIST) and the Smart Grid Interoperability Panel (SGIP). The layers of the communications network will consist primarily of field area networks (FAN), local area networks (LAN) and wide area networks (WAN). The SGCN will provide the required functionality of supporting the communications backhaul for centralized system applications to exchange information with the "smart" devices installed throughout the AIC electrical system. Both private and public service networks and wired and wireless technologies will be leveraged as appropriate to not only address performance and cyber security requirements, but to also optimize costs. Cyber security (to include, but not be limited to, the implementation of best-practice security processes, procedures and countermeasures) will be incorporated from an end-to-end, holistic perspective. It shall incorporate a defense-in-depth methodology and will be designed into the solution at the initial planning phase while maintained and re-evaluated throughout the solutions' ongoing lifecycle support timeline.

3.B.2: Program Capital Investments

Figure 3.B.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Communications Infrastructure. In 2012 AIC invested $.6M in the program. In total, AIC estimates the program investment to be $39.3 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 3.B.2: Communication Infrastructure Capital Investments

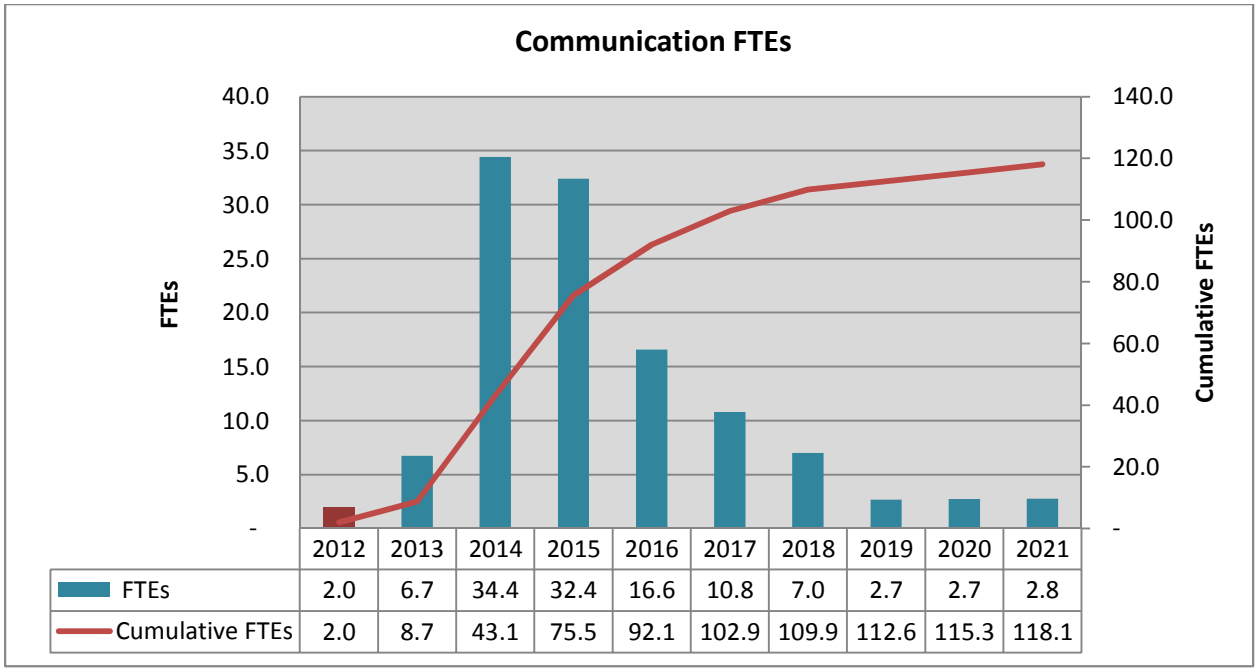


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	0.6	2.2	11.5	10.8	5.5	3.6	2.3	0.9	0.9	0.9
Cumulative Capital	0.6	2.8	14.3	25.1	30.6	34.2	36.6	37.5	38.4	39.3

3.B.3: Program FTEs

Figure 3.B.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 2.0 FTEs for this program in 2012 with 118.1 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 3.B.3: Communication Infrastructure FTEs



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	2.0	6.7	34.4	32.4	16.6	10.8	7.0	2.7	2.7	2.8
Cumulative FTEs	2.0	8.7	43.1	75.5	92.1	102.9	109.9	112.6	115.3	118.1

SECTION 3.C: High Voltage Distribution Relaying

3.C.1: Program Scope

This program replaces select electro-mechanical (EM) relays with microprocessor (MP) based relays on AIC's high voltage distribution system. The proposal is to complete the replacement of all network terminals and replace radial terminals that have historically shown high numbers of operations.

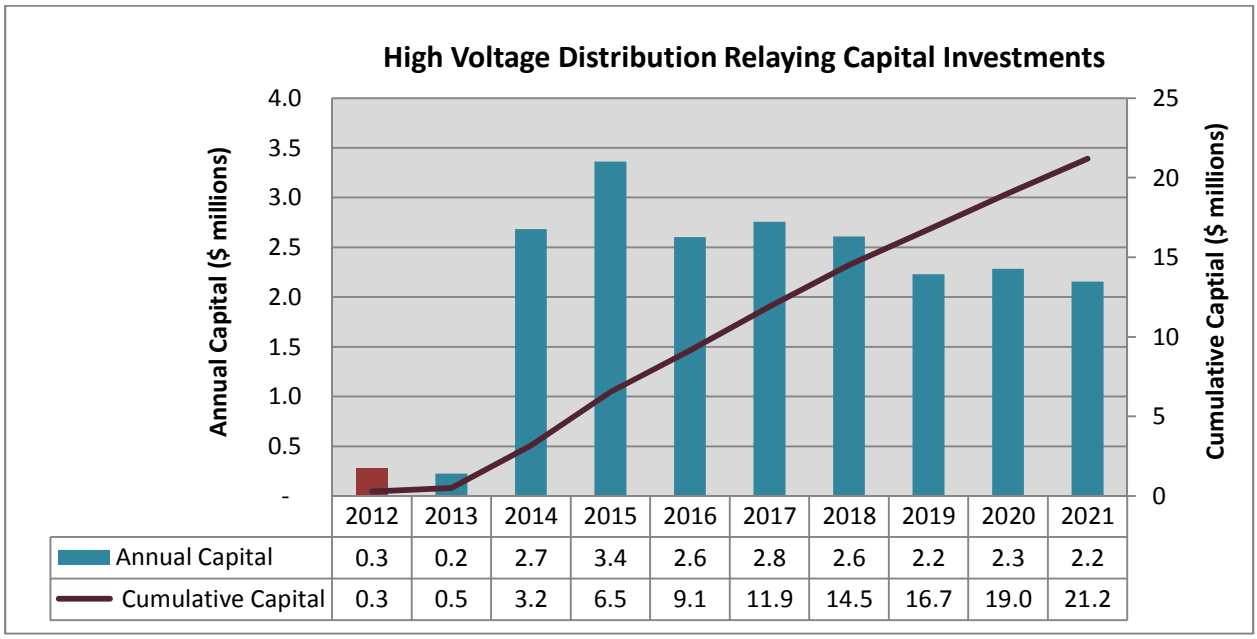
Project selection will be based on.

1. Historical performance.
2. Greatest number of customers
3. Complexity of project
4. Workload management.

3.C.2: Program Capital Investments

Figure 3.C.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the High Voltage Distribution Relaying program. In 2012 AIC invested $.3M in the program. In total, AIC estimates the program investment to be $21.2 million of capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 3.C.2: High Voltage Distribution Relaying Capital Investments

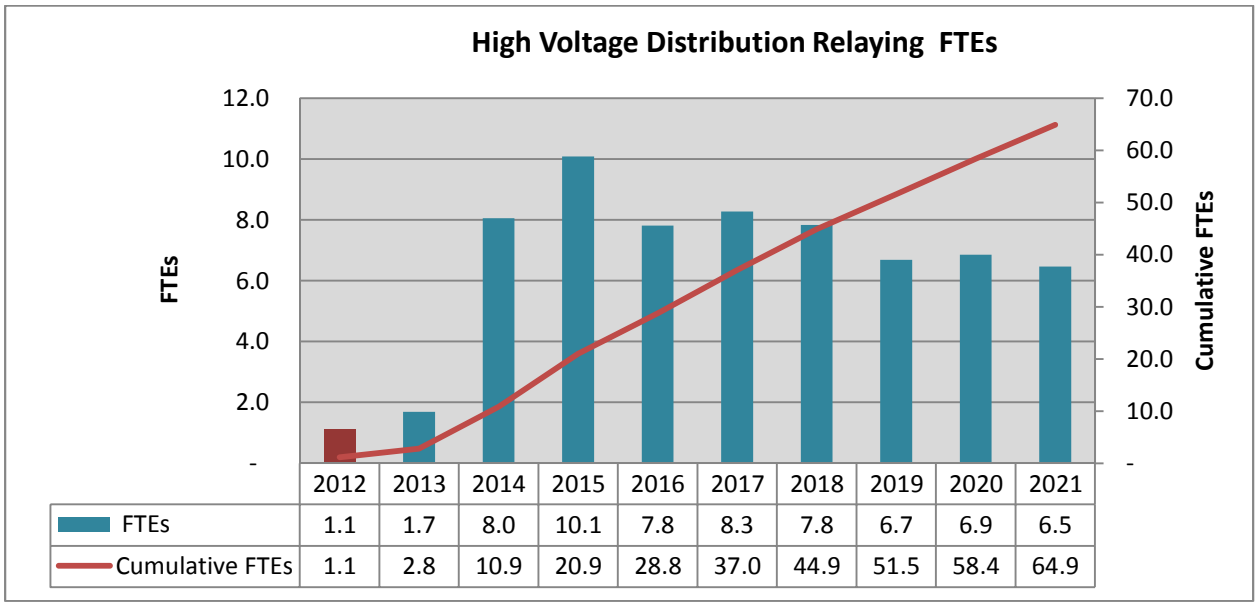


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	0.3	0.2	2.7	3.4	2.6	2.8	2.6	2.2	2.3	2.2
Cumulative Capital	0.3	0.5	3.2	6.5	9.1	11.9	14.5	16.7	19.0	21.2

3.C.3: Program FTEs

Figure 3.C.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 1.1 FTEs for this program in 2012 with 64.9 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 3.C.3: High Voltage Distribution Relaying FTEs

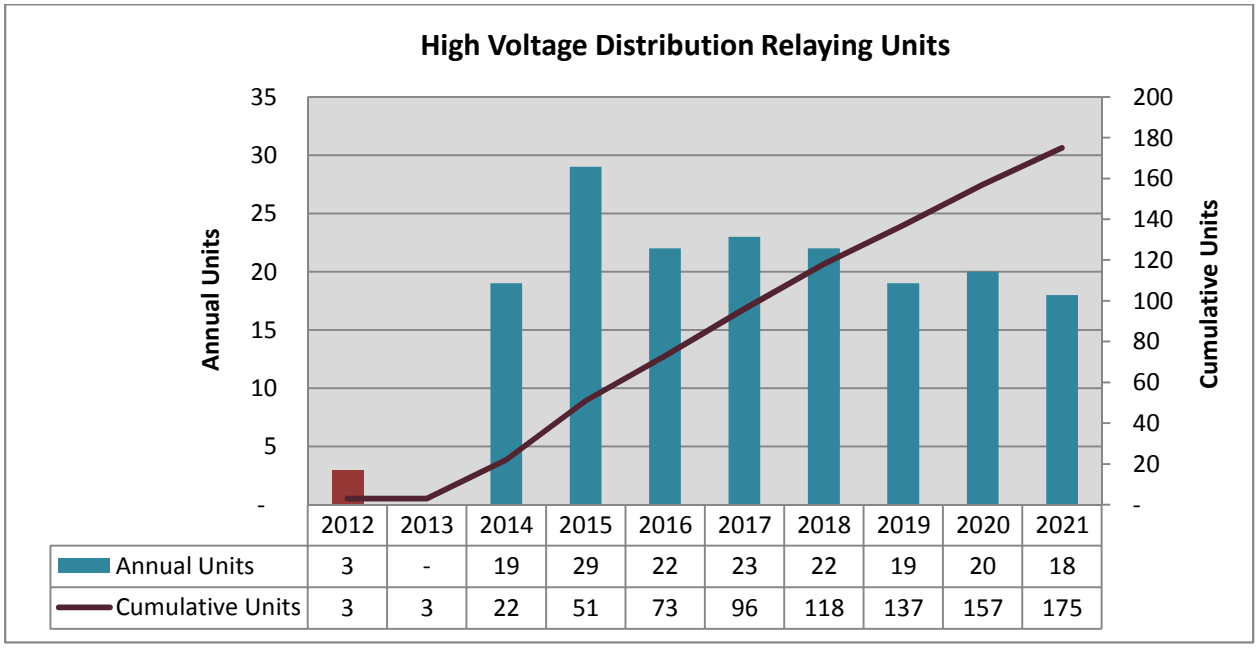


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	1.1	1.7	8.0	10.1	7.8	8.3	7.8	6.7	6.9	6.5
Cumulative FTEs	1.1	2.8	10.9	20.9	28.8	37.0	44.9	51.5	58.4	64.9

3.C.4: Program Schedule/Units

Figure 3.C.4 shows the actual number of relay terminals replaced in 2012 and the projected number of high voltage distribution relay terminals to be replaced in 2013-2021. In 2012 there were 3 units installed under this program. In total, 175 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "relay terminals" replaced.

Figure 3.C.4: High Voltage Distribution Relaying Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	3	-	19	29	22	23	22	19	20	18
Cumulative Units	3	3	22	51	73	96	118	137	157	175

SECTION 3.D: Distribution Substation Metering

3.D.1: Program Scope

This program adds distribution substation transformer and circuit load metering that will be remotely read and reported through the SCADA system in substations that currently do not have that capability.

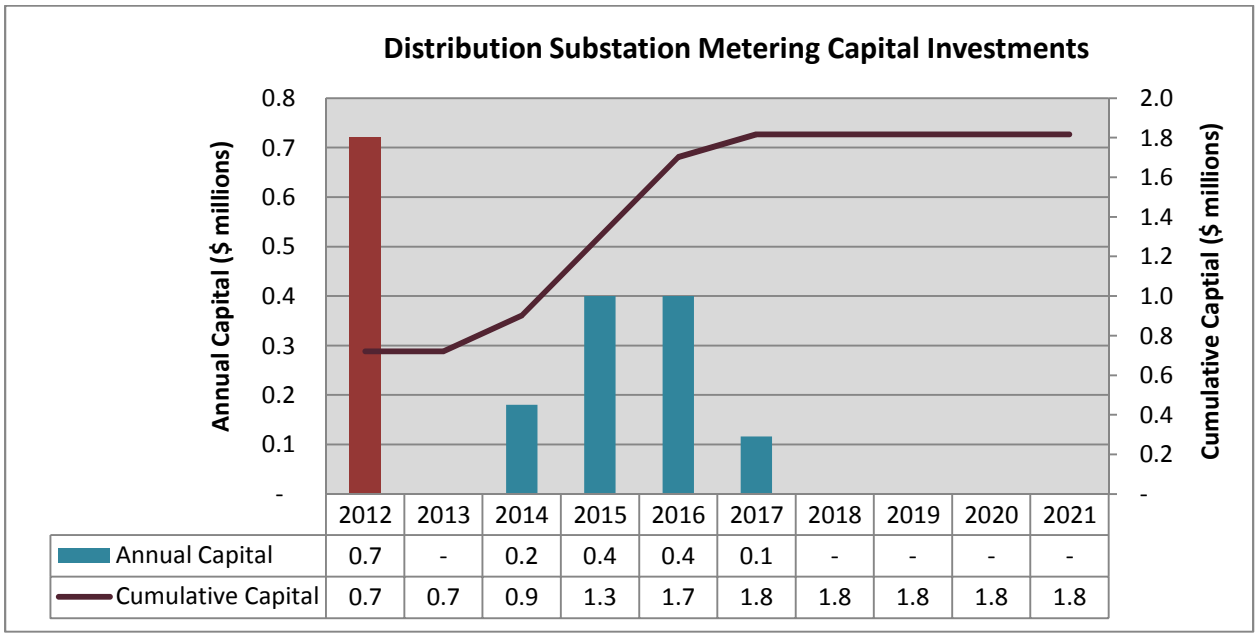
Project selection will be based on.

1. Load vs. equipment ratings.
2. Communication availability.
3. Criticality of load.
4. Workload management.

3.D.2: Program Capital Investments

Figure 3.D.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Distribution Substation Metering program. In 2012 AIC invested $.7M in the program. In total, AIC estimates the program investment to be $1.8 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 3.D.2: Distribution Substation Metering Capital Investments

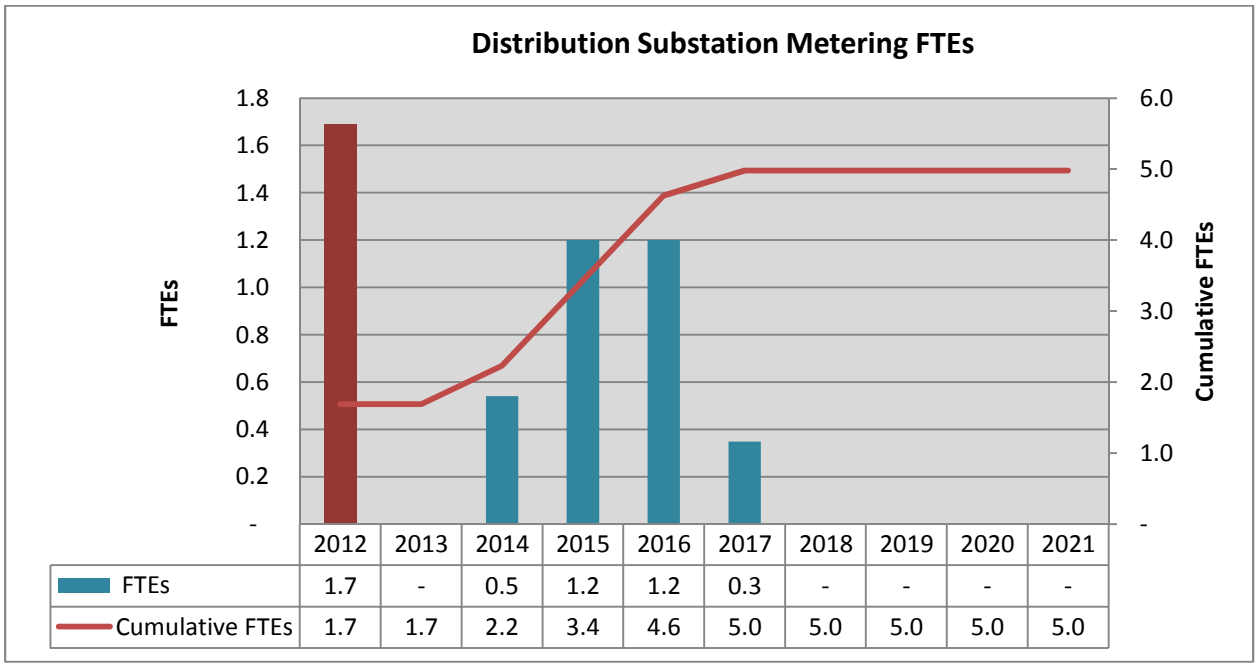


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	0.7	-	0.2	0.4	0.4	0.1	-	-	-	-
Cumulative Capital	0.7	0.7	0.9	1.3	1.7	1.8	1.8	1.8	1.8	1.8

3.D.3: Program FTEs

Figure 3.D.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 1.7 FTEs for this program in 2012 with 5.0 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 3.D.3: Distribution Substation Metering FTEs

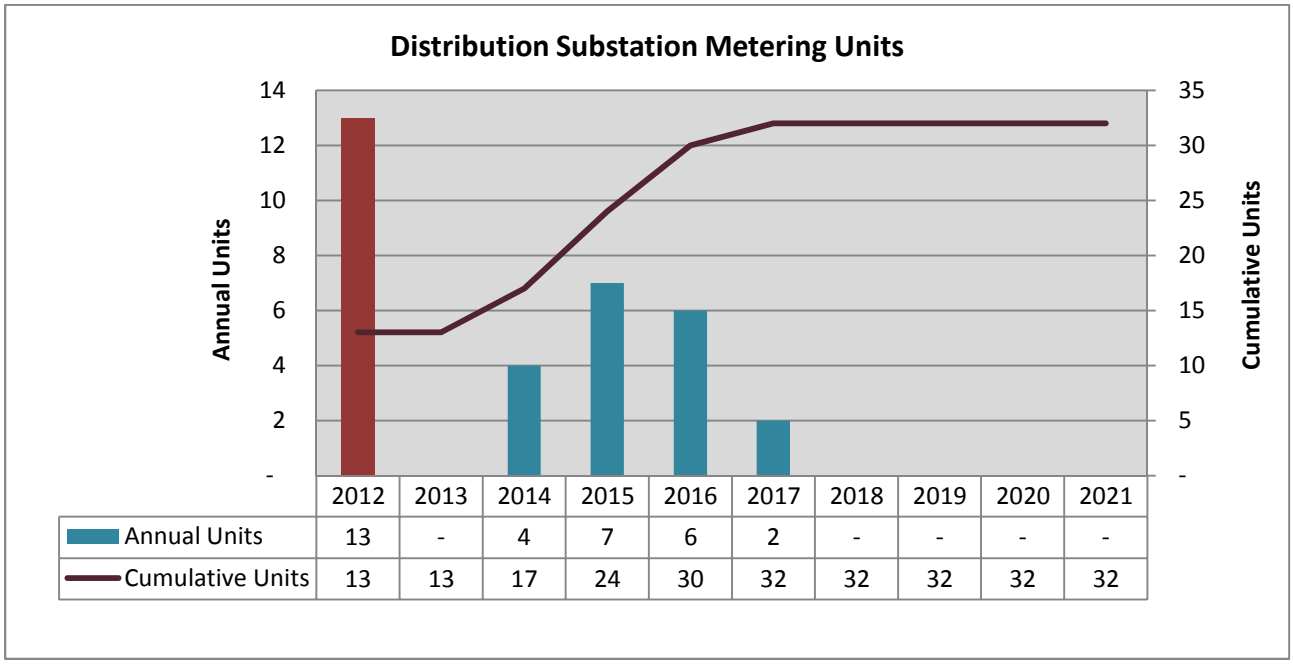


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	1.7	-	0.5	1.2	1.2	0.3	-	-	-	-
Cumulative FTEs	1.7	1.7	2.2	3.4	4.6	5.0	5.0	5.0	5.0	5.0

3.D.4: Program Schedule/Units

Figure 3.D.4 shows the actual number of substations in 2012 and the projected number of distribution substations to have metering installed. In 2012 there were 13 units installed under this program. In total, 32 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "substations" that will have metering installed.

Figure 3.D.4: Distribution Substation Metering Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	13	-	4	7	6	2	-	-	-	-
Cumulative Units	13	13	17	24	30	32	32	32	32	32

SECTION 3.E: High Voltage Distribution Automation

3.E.1: Program Scope

This program will install “Smart” switching devices on select high voltage distribution lines that serve more than 10MVA of load or have more than 2500 customers. This will facilitate the automatic isolation of any faulted line section and the restoration of the remaining loads. Smart switching devices will be installed on select 34kV and 69kV lines in order to facilitate the automatic isolation of any faulted “tail-end” line section and the restoration of the remaining loads.

This program also includes strategically placed Faulted Circuit Indicators (FCI's) that provide status data back into SCADA. These units are self-contained, self-powered (3 amp minimum load), and utilize communication technology for reporting back into AIC’s Distribution SCADA System. Non-SCADA reporting units could be considered at tap locations, but main-line applications would likely include reporting capabilities.

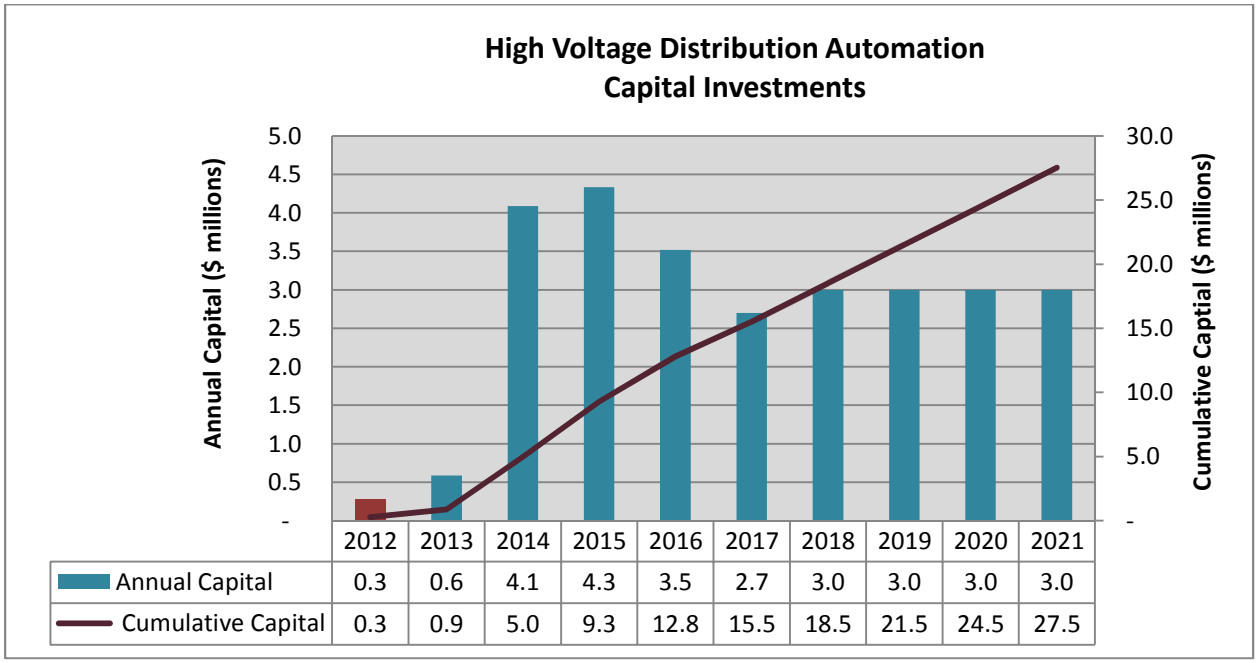
Projects will be selected based on:

1. Greatest number of customers
2. Circuit configuration
3. System benefit
4. Historical outage information
5. Communication availability
6. Workload management

3.E.2: Program Capital Investments

Figure 3.E.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the High Voltage Distribution Automation program. In 2012 AIC invested $.3M in the program. In total, AIC estimates the program investment to be $27.5 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 3.E.2: High Voltage Distribution Automation Capital Investments

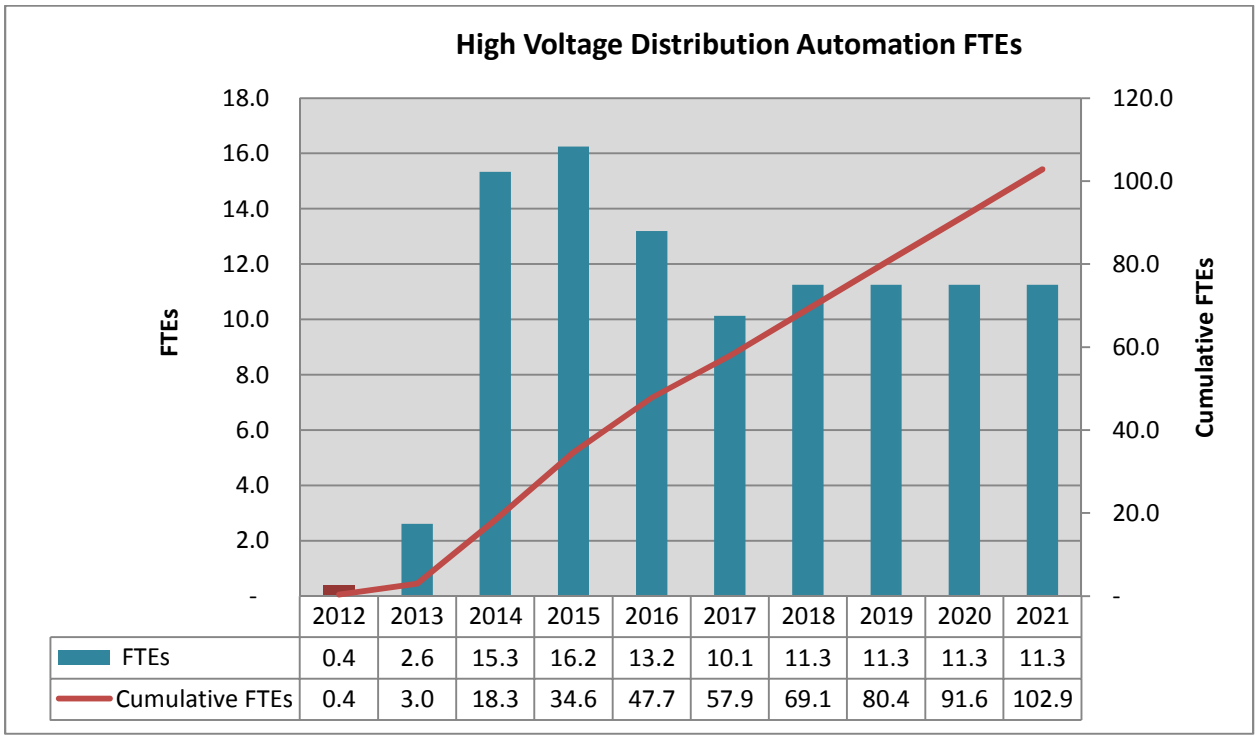


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	0.3	0.6	4.1	4.3	3.5	2.7	3.0	3.0	3.0	3.0
Cumulative Capital	0.3	0.9	5.0	9.3	12.8	15.5	18.5	21.5	24.5	27.5

3.E.3: Program FTEs

Figure 3.E.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were .4 FTEs for this program in 2012 with 102.9 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 3.E.3: High Voltage Distribution Automation FTEs

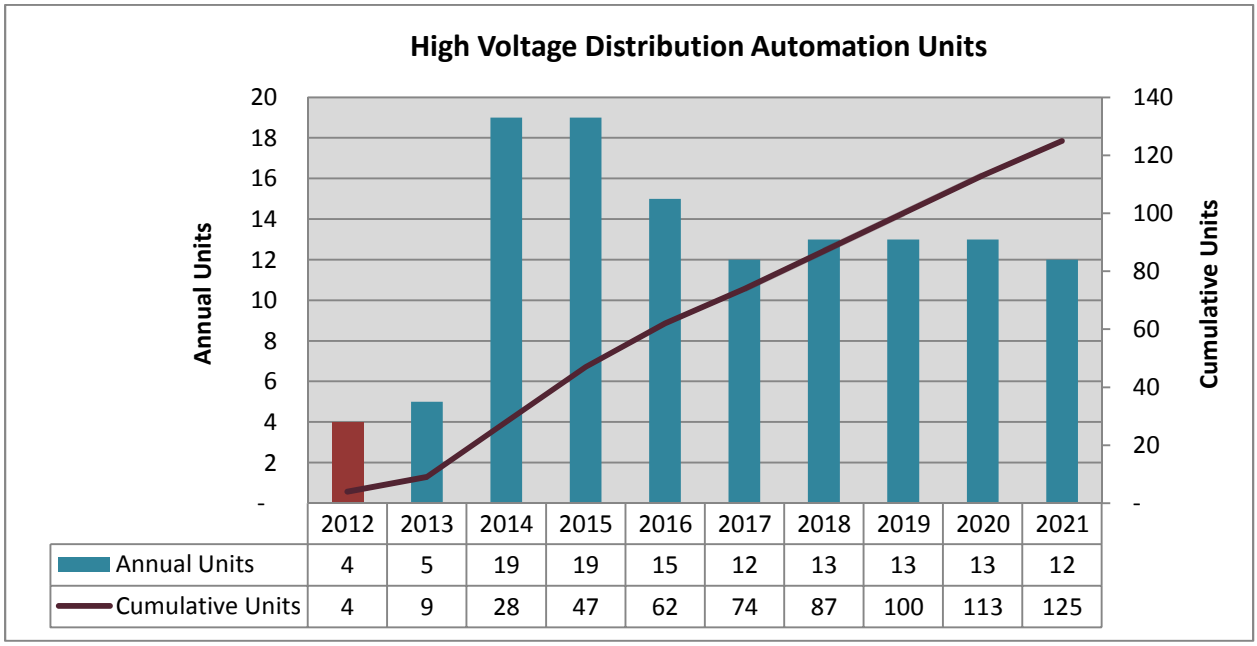


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	0.4	2.6	15.3	16.2	13.2	10.1	11.3	11.3	11.3	11.3
Cumulative FTEs	0.4	3.0	18.3	34.6	47.7	57.9	69.1	80.4	91.6	102.9

3.E.4: Program Schedule/Units

Figure 3.E.4 shows the actual switches or devices installed in 2012 and the projected number of high voltage distribution automation switches or devices to be installed in 2013-2021. In 2012 there were 4 units installed under this program. In total, 125 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are the "switching devices" installed.

Figure 3.E.4: High Voltage Distribution Automation Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	4	5	19	19	15	12	13	13	13	12
Cumulative Units	4	9	28	47	62	74	87	100	113	125

SECTION 3.F: Smart Grid Test Bed

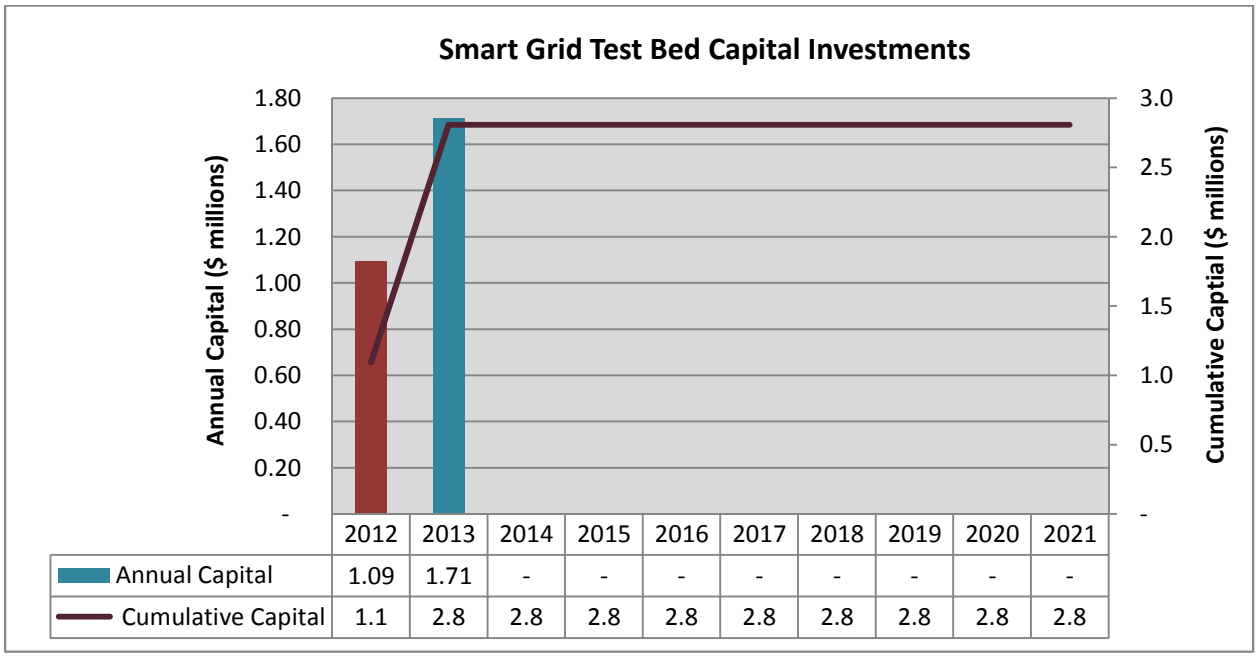
3.F.1: Program Scope

This program is to provide the necessary electric distribution system infrastructure where Smart Grid Related equipment, services and business models can be tested, within a utility scale environment, for the purpose of demonstrating that the equipment or systems function as designed. The primary Smart Grid Test Bed infrastructure will be comprised of a new 69/12kV substation, including two 12kV distribution circuits, located adjacent to the University of Illinois Urbana-Champaign (UIUC) campus. The secondary Smart Grid Test Bed infrastructure is comprised of existing distribution system equipment whose sources are the Mt. Zion 121, Rt. 51, and Baltimore Ave. substations within the Decatur service territory. This secondary site includes a portion of the existing pilot programs where AIC is testing distribution automation and volt/var optimization projects.

3.F.2: Program Capital Investments

Figure 3.F.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Smart Grid Test Bed program. In 2012 AIC invested $1.1M in the program. In total, AIC estimates the program investment to be $2.8 million of incremental capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 3.F.2: Smart Grid Test Bed Capital Investments

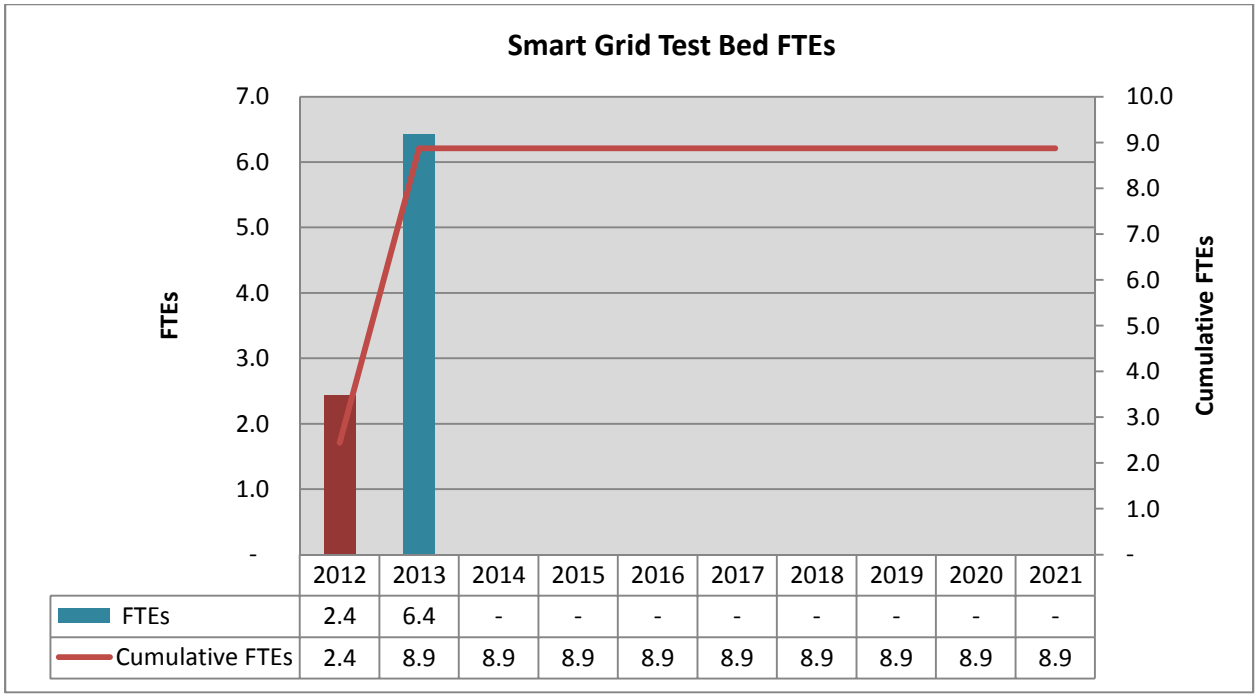


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	1.09	1.71	-	-	-	-	-	-	-	-
Cumulative Capital	1.1	2.8	2.8	2.8	2.8	2.8	2.8	2.8	2.8	2.8

3.F.3: Program FTEs

Figure 3.F.3 represents the estimated FTEs required to perform the scheduled scope of work and the operation of the test beds over the program life. There were 2.4 FTEs for this program in 2012 with 8.9 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 3.F.3: Smart Grid Test Bed FTEs



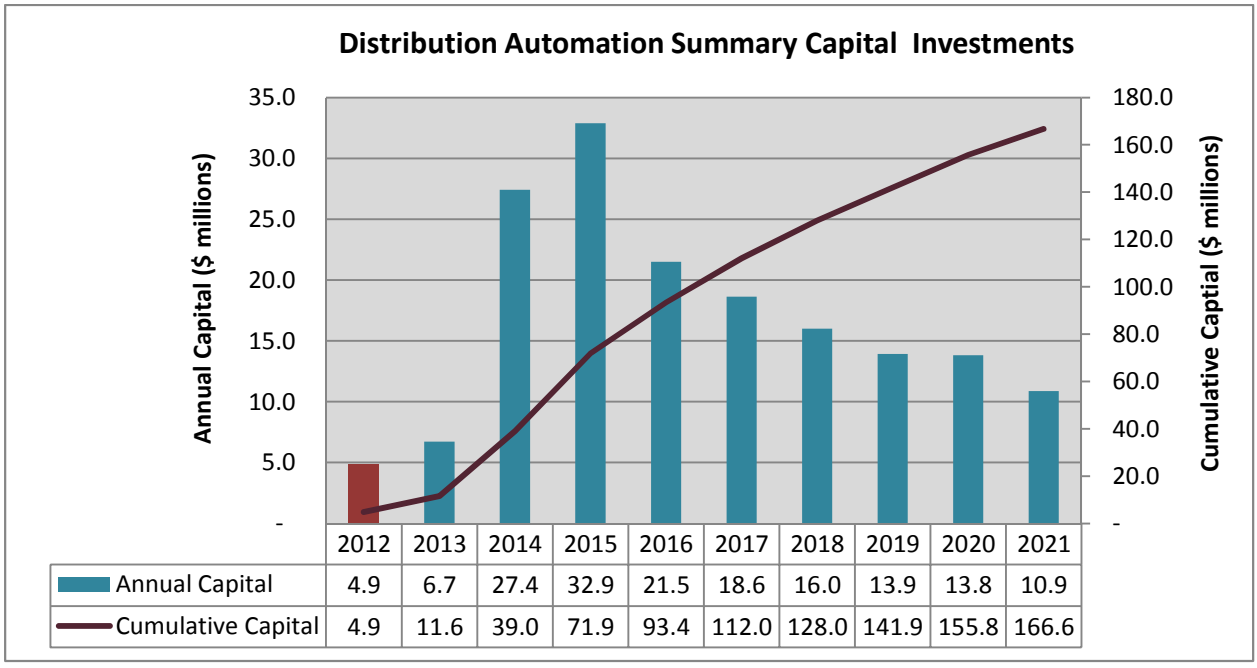
	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	2.4	6.4	-	-	-	-	-	-	-	-
Cumulative FTEs	2.4	8.9	8.9	8.9	8.9	8.9	8.9	8.9	8.9	8.9

SECTION 3.G: Distribution Automation Summary

3.G.1: Summary of Capital Investments

Figure 3.G.1 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Distribution Automation portion of the Act's Smart Grid investment except for the AMI program. In 2012 AIC invested $4.9M in the program. In total, AIC estimates the program investment to be $166.6 million of capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 3.G.1: Distribution Automation Summary Capital Investments

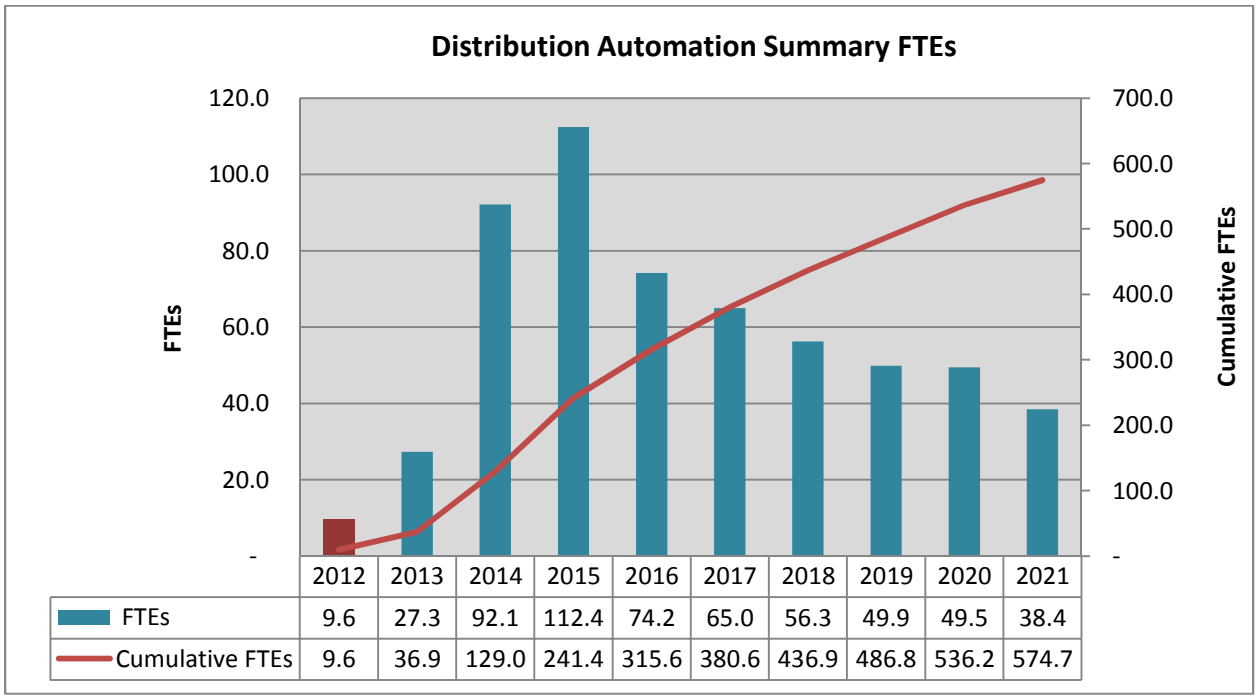


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	4.9	6.7	27.4	32.9	21.5	18.6	16.0	13.9	13.8	10.9
Cumulative Capital	4.9	11.6	39.0	71.9	93.4	112.0	128.0	141.9	155.8	166.6

3.G.2: Summary FTEs

Figure 3.G.2 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 9.6 FTEs for this program in 2012 with 574.7 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 3.G.2: Distribution Automation Summary FTEs



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	9.6	27.3	92.1	112.4	74.2	65.0	56.3	49.9	49.5	38.4
Cumulative FTEs	9.6	36.9	129.0	241.4	315.6	380.6	436.9	486.8	536.2	574.7

SECTION 4: Advanced Metering Infrastructure (AMI)

4.A.1: Program Scope

The AIC AMI Plan describes how AIC intends to install an Advanced Metering Infrastructure and institute operational changes in order to serve no less than 62% of its electric customers by end of year 2019.

AMI will deliver the following enhanced benefits to our customers:

1. Improved efficiency/reduced operating costs from automated meter reading and remote connect/disconnect features;
2. Reduction in estimated bills;
3. Service activation/deactivation on date requested;
4. Access to usage and other information to aid in energy and cost management; and
5. Improved reliability through faster response to restoring power, and monitoring the system to proactively address issues that might lead to service problems.

Wherever Advanced Metering Infrastructure is deployed it is anticipated to include the following functionalities:

1. Equipment that is safe to customers, the public, and our employees and contractors;
2. Increased information available to the customer (i.e. daily usage, interval usage, energy pricing, $s spent on energy to-date, outages, etc.);
3. Remote programming for rate changes (i.e. Real Time Pricing (RTP), Power Smart Pricing (PSP), Peak Time Rebate (PTR) and Critical Peak Pricing (CPP));
4. Remote disconnect/connect to meet consumption on inactive meters and bad debt metrics;

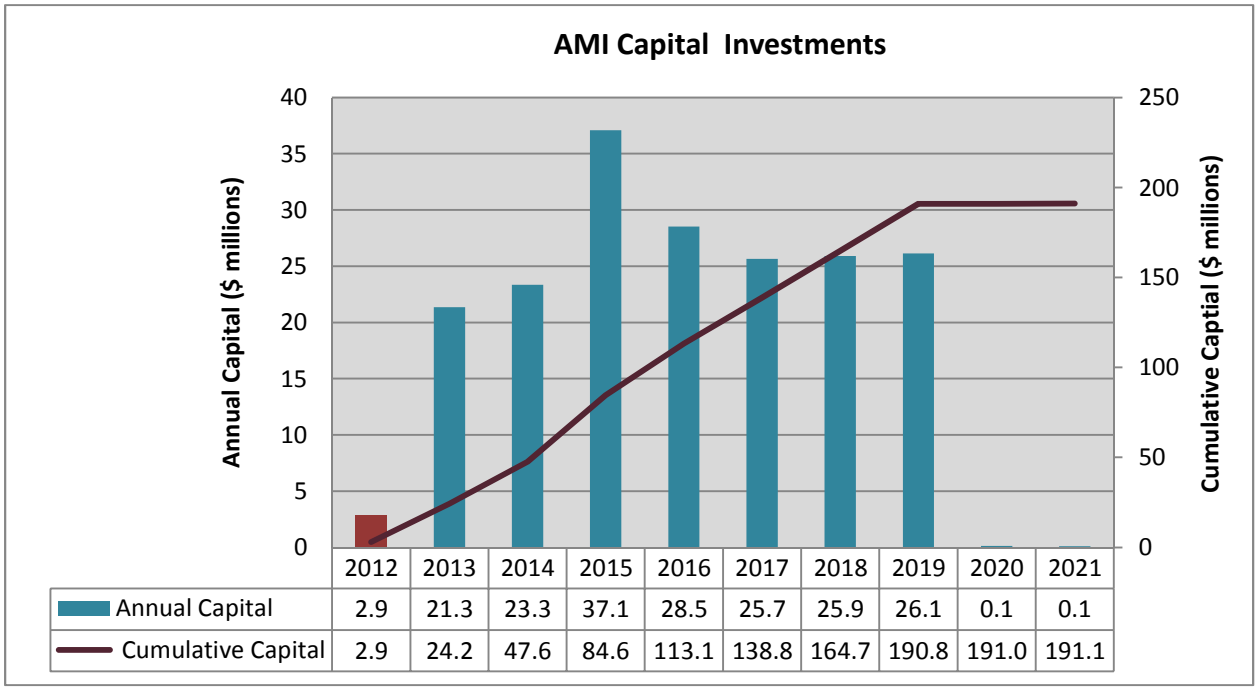
5. Remote diagnostics of the meter;
6. Remote detection of grid conditions (voltage, phase angle, power outage, restoration);
7. Remote firmware upgradeability;
8. Secure data and controls to ensure privacy and prevent unauthorized access;
9. In/out metering capability to adapt to distributed generation and developing smart grid technologies; and
10. Interoperable to the extent possible and practical (i.e. network on any meter platform, information to customers over common protocols).

The most recent AMI Deployment Plan filed with the ICC provides more specific detailed information.

4.A.2: Program Capital Investments

Figure 4.A.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for 62% AMI electric deployment. In 2012 AIC invested $2.9M in the program. In total, AIC estimates the program investment to be $191.1 million of capital investment, plus associated expenses over the program period. It is anticipated that AMI will also be implemented for gas meters. Thus the investment shown represent an electric allocated portion of the total AMI costs. If gas AMI is not implemented these non-allocated investments will be significantly higher. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 4.A.2: AMI Capital Investments

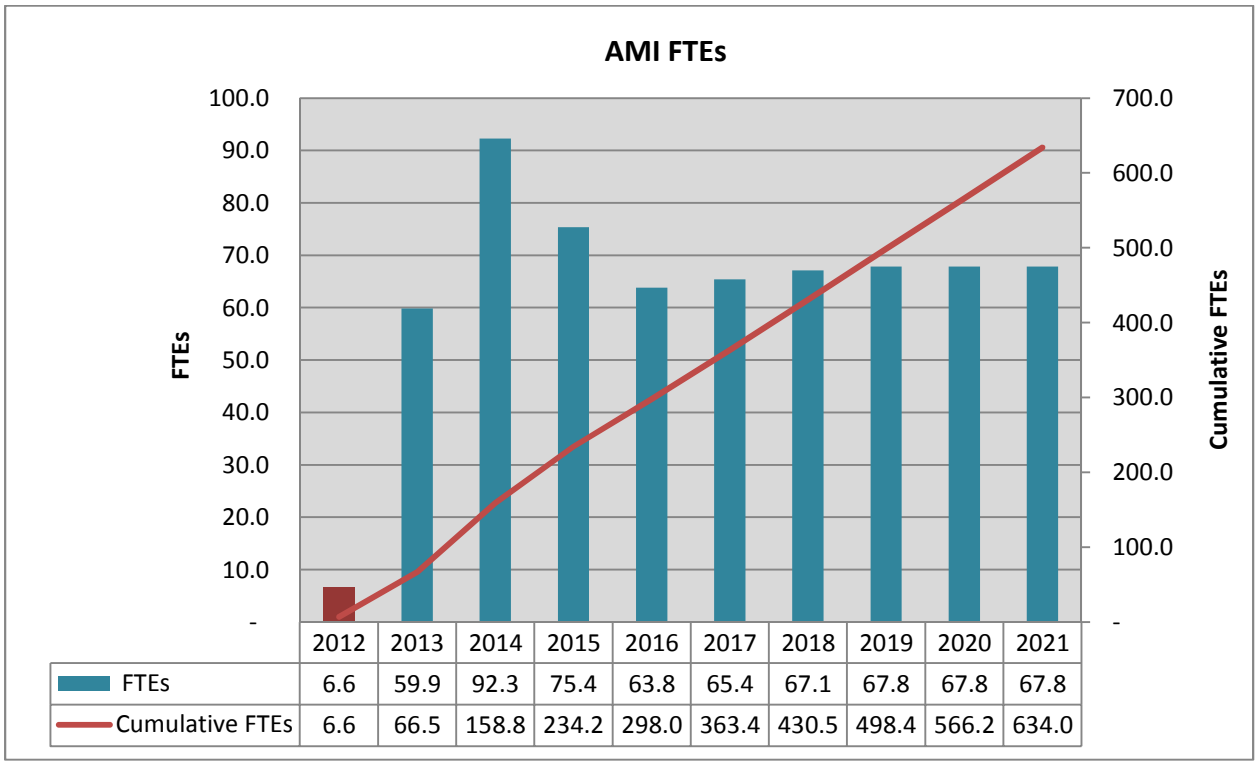


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	2.9	21.3	23.3	37.1	28.5	25.7	25.9	26.1	0.1	0.1
Cumulative Capital	2.9	24.2	47.6	84.6	113.1	138.8	164.7	190.8	191.0	191.1

4.A.3: Program FTEs

Figure 4.A.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 6.6 FTEs for this program in 2012 with 634 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 4.A.3: AMI Summary FTEs

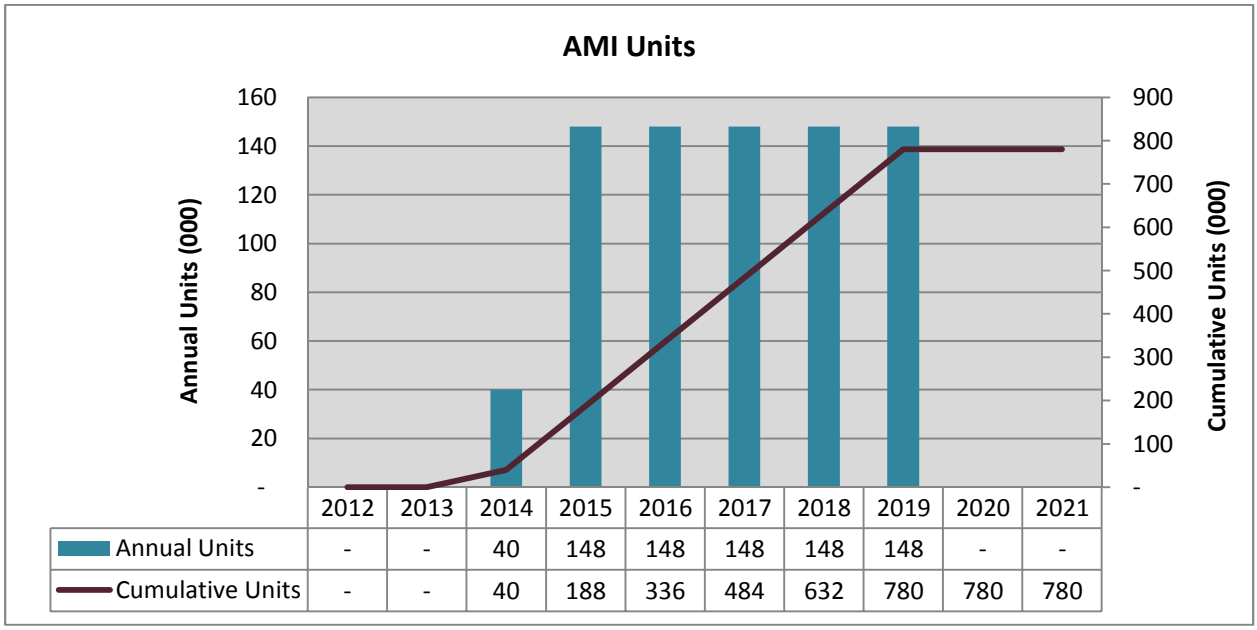


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	6.6	59.9	92.3	75.4	63.8	65.4	67.1	67.8	67.8	67.8
Cumulative FTEs	6.6	66.5	158.8	234.2	298.0	363.4	430.5	498.4	566.2	634.0

4.A.4: Program Schedule/Units

Figure 4.A.4 shows the estimated number of AMI meters to be installed annually. In 2012 there were 0 units installed under this program. In total, approximately 780,000 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown below are thousands of "meters" installed.

Figure 4.A.4: AMI Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	-	-	40	148	148	148	148	148	-	-
Cumulative Units	-	-	40	188	336	484	632	780	780	780

SECTION 5: Volt/Var Optimization

SECTION 5.A: High Voltage Distribution Volt/Var Control

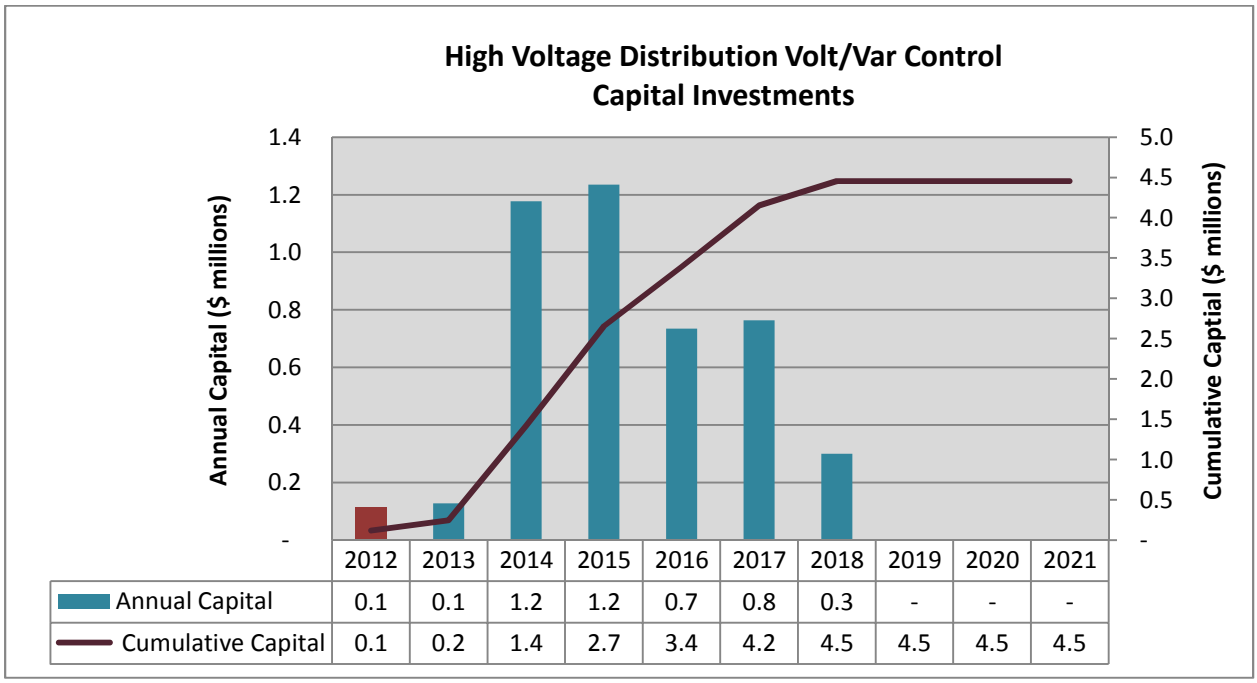
5.A.1: Program Scope

The intent of this program is to provide for Dynamic Voltage Control and optimal Reactive Power flow on the high voltage distribution system. This will result in reduced energy losses due to less reactive power flow over the system, and provide for improved voltage regulation. All of which support optimal use of assets. This technique will be applied at the high voltage distribution level (69kV-34.5kV) by controlling bulk supply transformer load tap changers (LTCs), switching capacitor banks, and controlling bulk supply voltage regulators using a computerized technology solution. The initial focus will be ensuring all switched; 34.5kV and 69kV capacitor banks have SCADA control and voltage indication as part of their intelligence.

5.A.2: Program Capital Investments

Figure 5.A.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the High Voltage Distribution Volt/Var program. In 2012 AIC invested $.1M in the program. In total, AIC estimates the program investment to be $4.5 million of capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 5.A.2: High Voltage Distribution Volt/Var Control Capital Investments

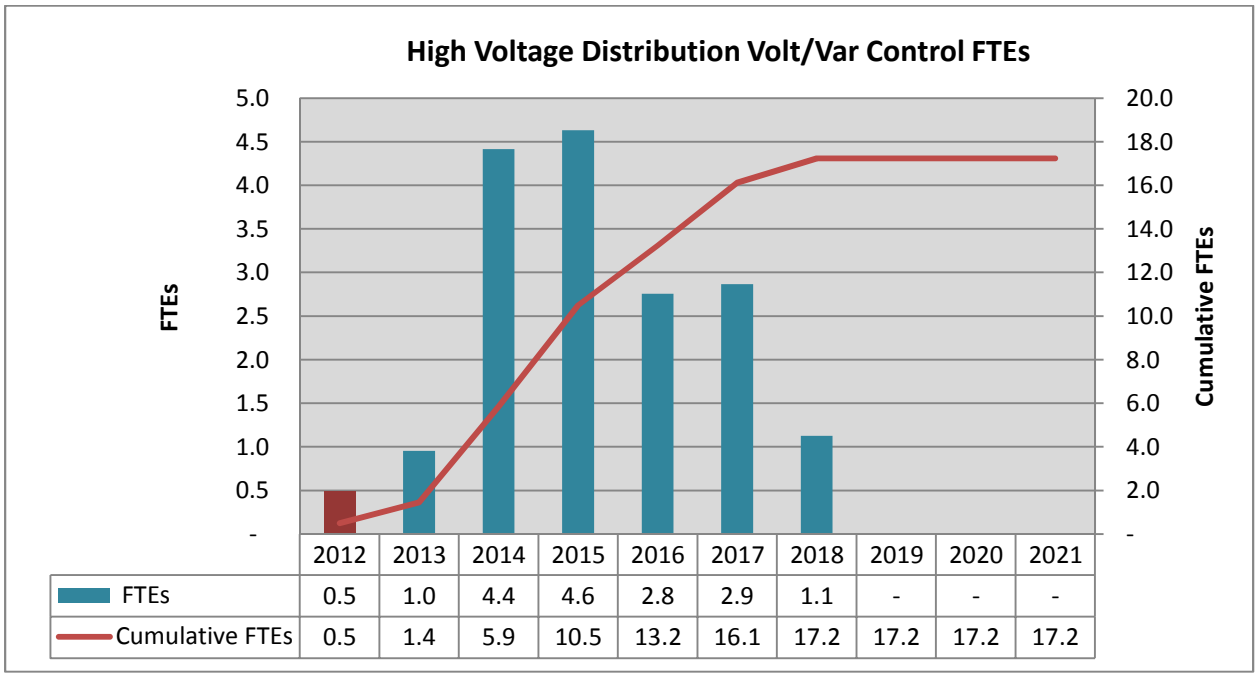


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	0.1	0.1	1.2	1.2	0.7	0.8	0.3	-	-	-
Cumulative Capital	0.1	0.2	1.4	2.7	3.4	4.2	4.5	4.5	4.5	4.5

5.A.3: Program FTEs

Figure 5.A.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were .5 FTEs for this program in 2012 with 17.2 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 5.A.3: High Voltage Distribution Volt/Var Control FTEs

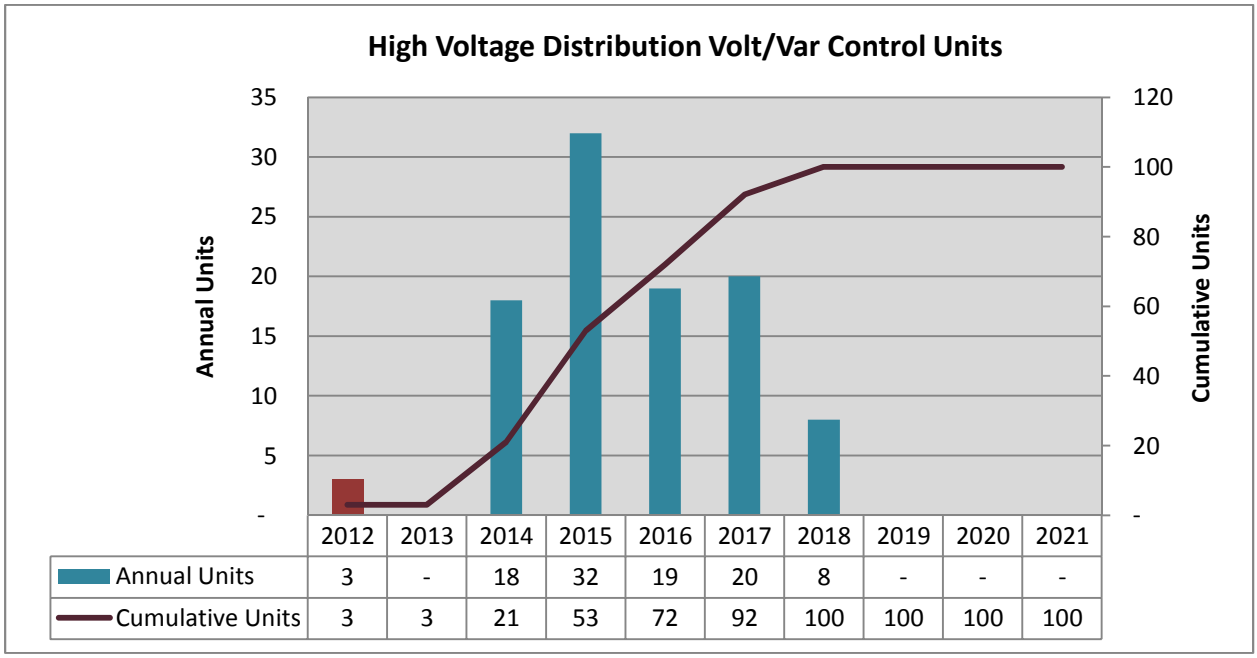


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	0.5	1.0	4.4	4.6	2.8	2.9	1.1	-	-	-
Cumulative FTEs	0.5	1.4	5.9	10.5	13.2	16.1	17.2	17.2	17.2	17.2

5.A.4: Program Schedule/Units

Figure 5.A.4 shows the actual number of units installed in 2012 and the projected number of high voltage distribution volt/var controllers to be installed in 2013-2021. In 2012 there were 3 units installed under this program. In total, 100 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "control" units installed.

Figure 5.A.4: High Voltage Distribution Volt/Var Control Units



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	3	-	18	32	19	20	8	-	-	-
Cumulative Units	3	3	21	53	72	92	100	100	100	100

SECTION 5.B: Primary Distribution Volt/Var Control

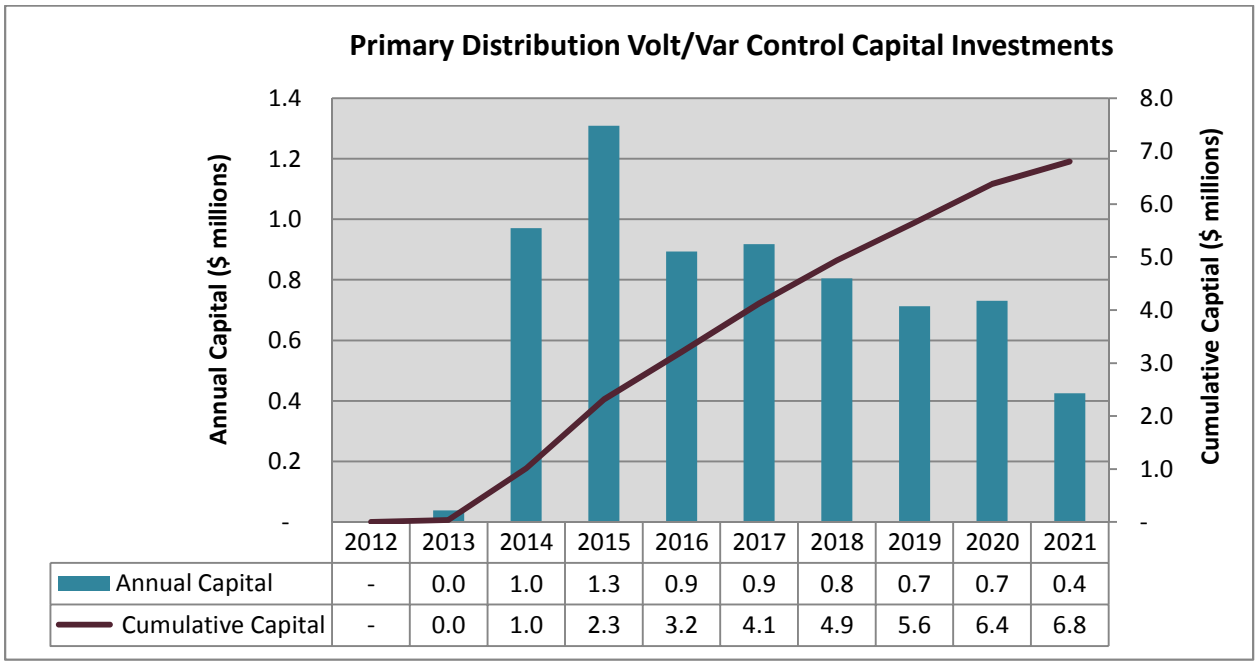
5.B.1: Program Scope

This program is intended to provide for Dynamic Voltage Control and optimal Reactive Power flow (Volt/Var Control or VVO) on select primary distribution circuits. This technique will be applied at the primary distribution level (<15kV) by controlling transformer load tap changers (LTCs), switching capacitor banks, and controlling voltage regulators using a computerized technology solution. This will require the addition of SCADA at each LTC, voltage regulator, and switched capacitor bank location. The initial focus is on insuring all switched low voltage distribution capacitors in the metro east area currently being controlled by an obsolete system will interact with the new ADMS (Advanced Distribution Management System). The information gathered from the implementation of this technology in the metro east area, along with the Volt/Var Optimization Pilot, will determine how this program will be expanded in future years.

5.B.2: Program Capital Investments

Figure 5.B.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Primary Distribution Volt/Var optimization program. In 2012 AIC invested $0 in the program. In total, AIC estimates the program investment to be $6.8 million of capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 5.B.2: Primary Distribution Volt/Var Control Capital Investments

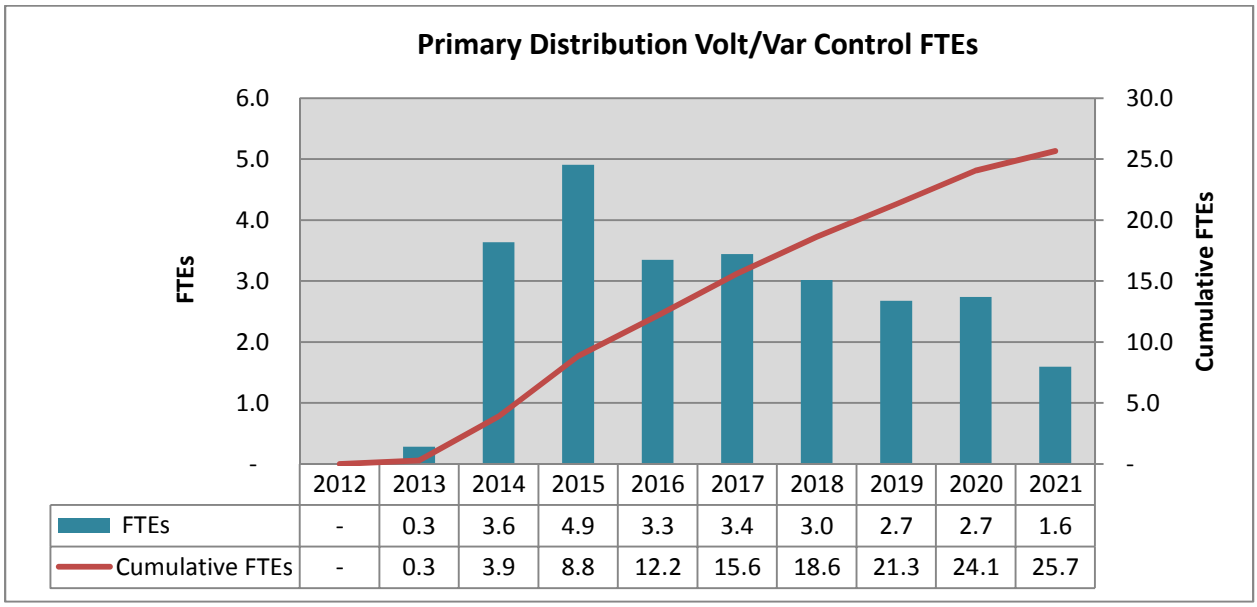


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	0.0	1.0	1.3	0.9	0.9	0.8	0.7	0.7	0.4
Cumulative Capital	-	0.0	1.0	2.3	3.2	4.1	4.9	5.6	6.4	6.8

5.B.3: Program FTEs

Figure 5.B.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 0 FTEs for this program in 2012 with 25.7 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 5.B.3: Primary Distribution Volt/Var Control FTE's

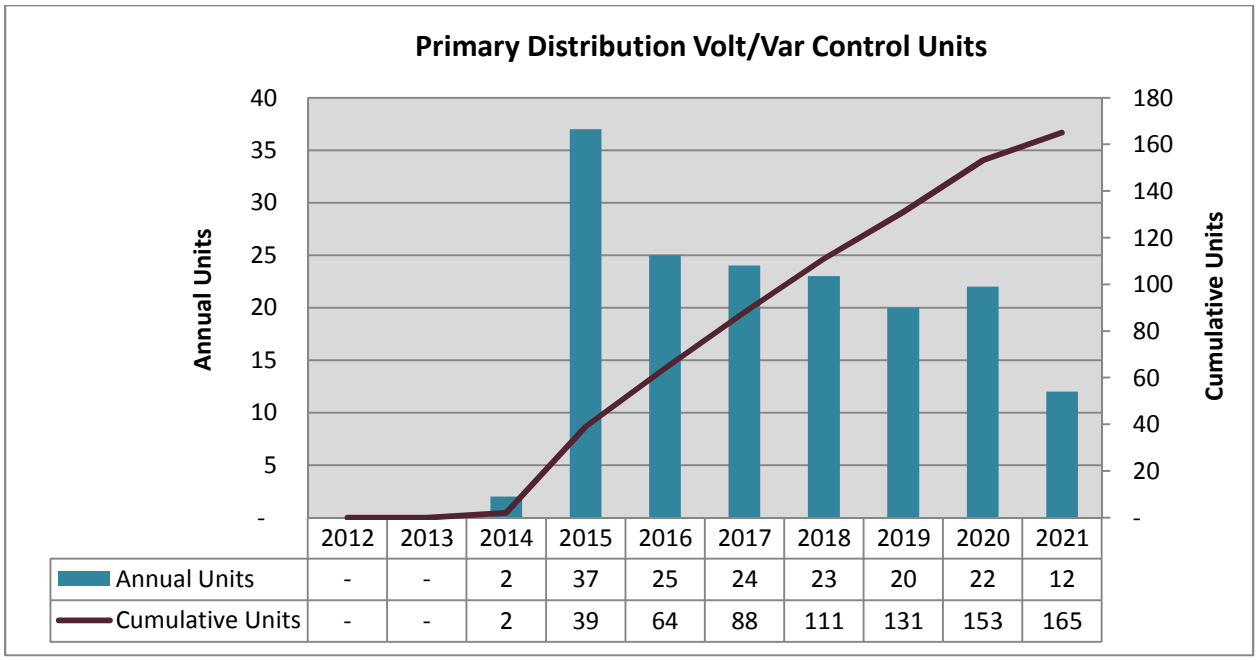


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	-	0.3	3.6	4.9	3.3	3.4	3.0	2.7	2.7	1.6
Cumulative FTEs	-	0.3	3.9	8.8	12.2	15.6	18.6	21.3	24.1	25.7

5.B.4: Program Schedule/Units

Figure 5.B.4 shows the projected number of primary distribution circuits volt/var control will be installed on. In 2012 there were 0 units installed under this program. In total, 165 units are projected to be installed from 2012-2021. This chart will serve as a tracking mechanism over the course of the program, and reflects the scope of work that has been accomplished each year, as well as the scope of work to be performed. Estimates of cost, units of work, and schedules for that work may evolve over time. The units shown in the chart below are "circuits" optimized.

Figure 5.B.4: Primary Distribution Volt/Var Control Units



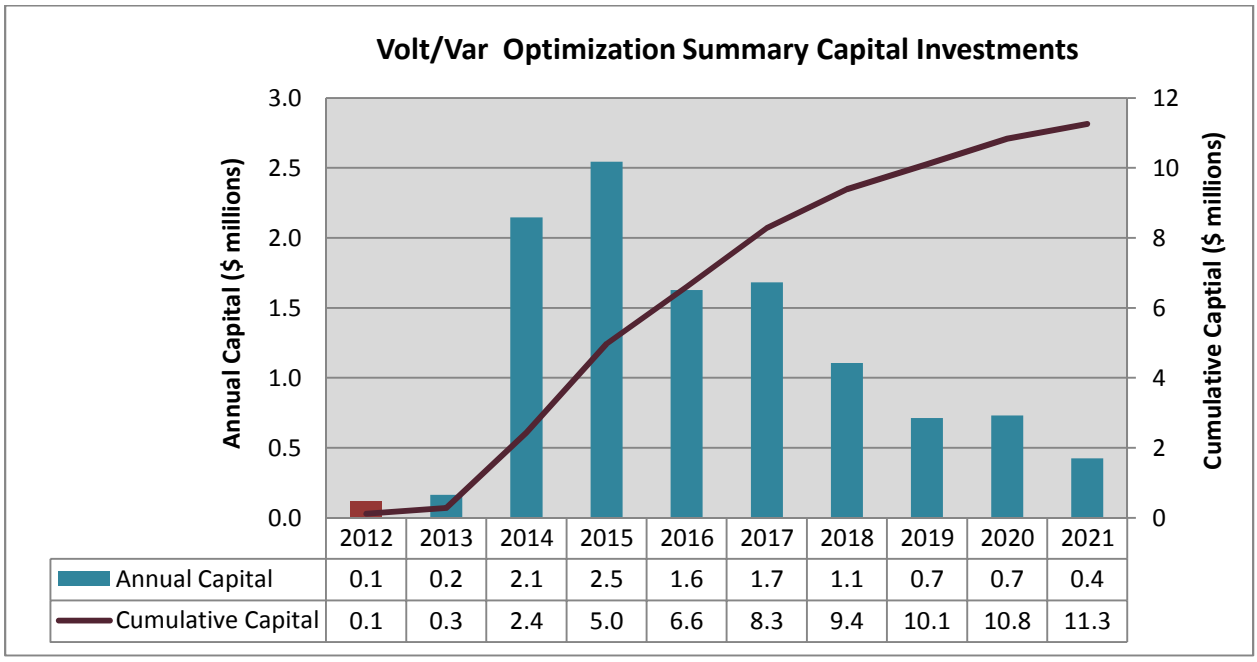
	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Units	-	-	2	37	25	24	23	20	22	12
Cumulative Units	-	-	2	39	64	88	111	131	153	165

SECTION 5.C: Volt/Var Optimization Summary

5.C.1: Summary Capital Investments

Figure 5.C.1 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Volt/Var Optimization programs. In 2012 AIC invested $.1M in the program. In total, AIC estimates the program investment to be $11.3 million of capital investment, plus associated expenses over the program period. Estimates of cost, and scope of work, and schedules for that work may evolve over time.

Figure 5.C.1: Volt/Var Optimization Summary Capital Investments

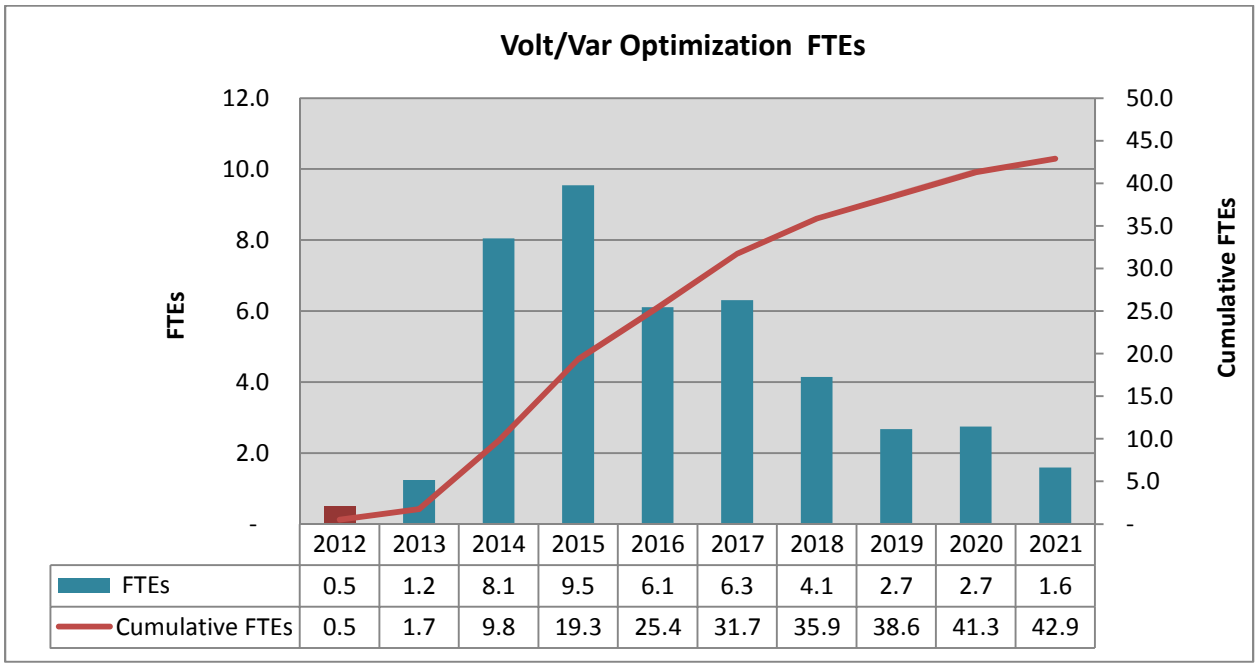


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	0.1	0.2	2.1	2.5	1.6	1.7	1.1	0.7	0.7	0.4
Cumulative Capital	0.1	0.3	2.4	5.0	6.6	8.3	9.4	10.1	10.8	11.3

5.C.2: Summary FTEs

Figure 5.C.2 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were .5 FTEs for this program in 2012 with 42.9 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 5.C.2: Volt/Var Optimization Summary FTE's



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	0.5	1.2	8.1	9.5	6.1	6.3	4.1	2.7	2.7	1.6
Cumulative FTEs	0.5	1.7	9.8	19.3	25.4	31.7	35.9	38.6	41.3	42.9

SECTION 6: Software and Technology Enhancements

This category of programs is intended to cover AIC technology projects that support the Smart Grid operation. These include but may not be limited to:

1. **ADMS**- An Advanced Distribution Management System (ADMS)
2. **DEW**- Replacement for the Distribution Engineering tool (DEW).

SECTION 6.A: Advanced Distribution Management System

6.A.1: Program Scope

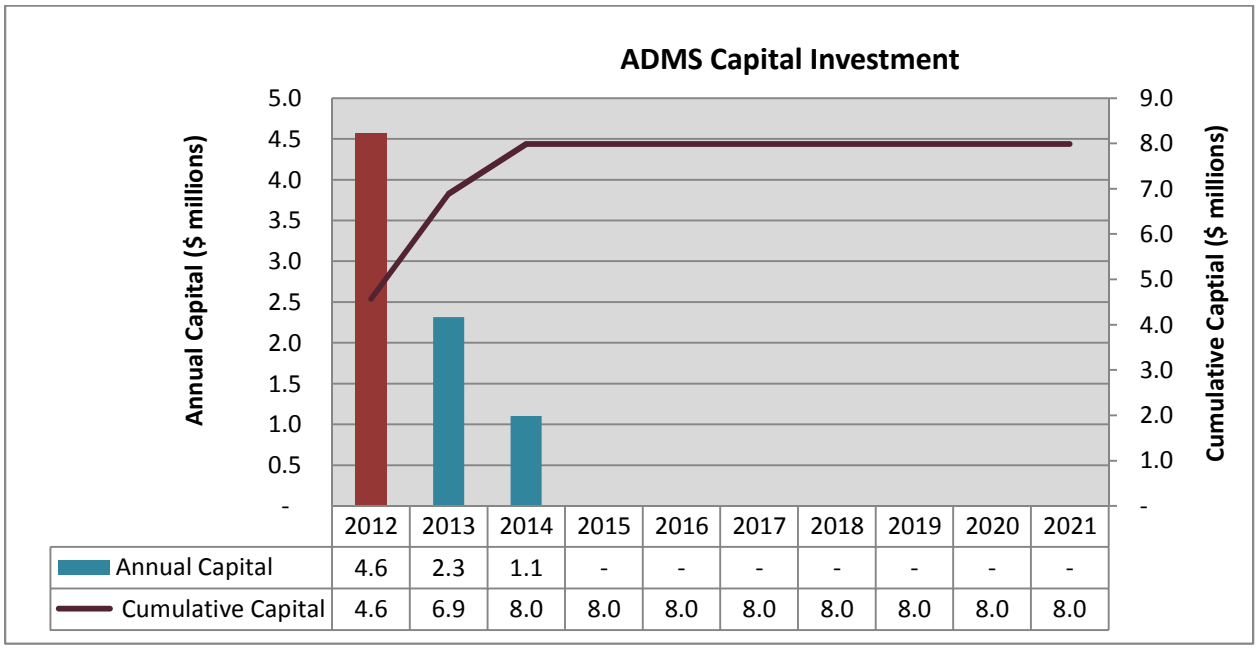
AIC is implementing an Advanced Distribution Management System (ADMS) in order to replace its existing Distribution SCADA System (DDOS) and its Outage Analysis System (OAS).

The Advanced Distribution Management System (ADMS) project will replace existing systems and applications utilized in the operation of AIC's electric distribution system. ADMS will be a fully integrated suite of applications that will provide distribution system operators with a common user interface to monitor, control, and manage the electric distribution system and smart devices throughout the distribution system.

6.A.2: Program Schedule/Capital Investments

Figure 6.A.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the completion of the ADMS program. In 2012 AIC invested $4.6M in the program. In total, AIC estimates the program investment to be $8.0 million of capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 6.A.2: ADMS Capital Investments

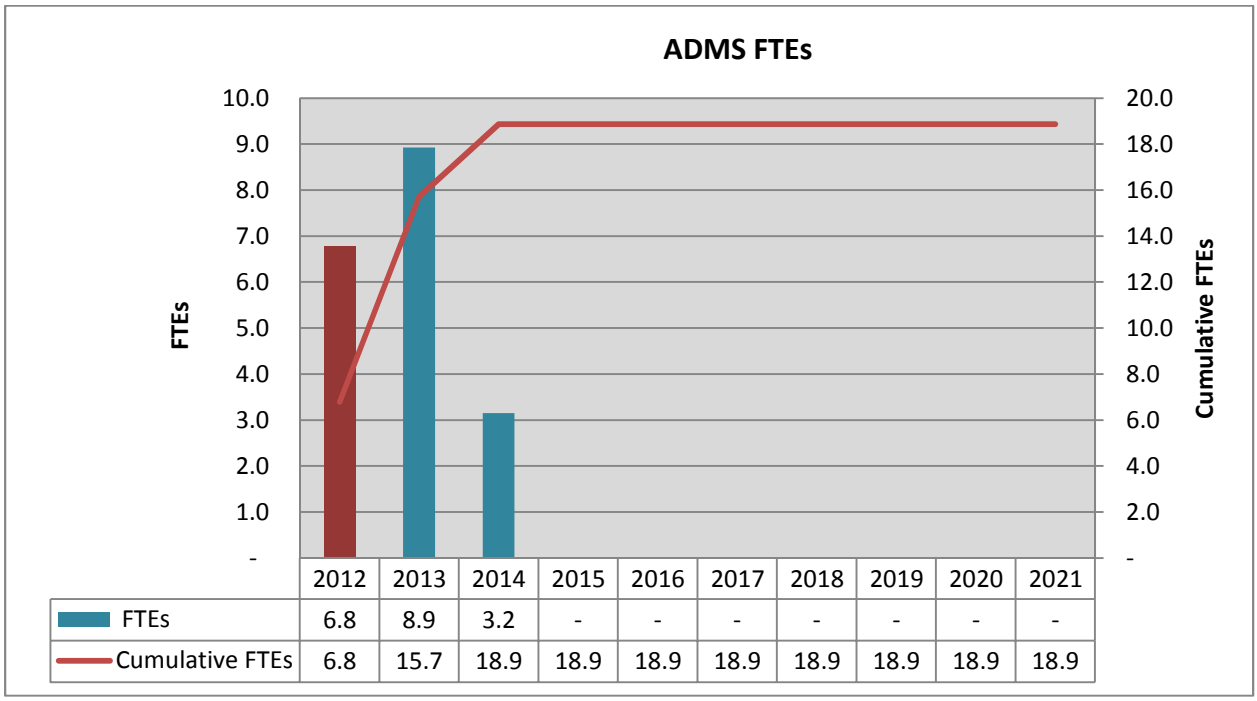


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	4.6	2.3	1.1	-	-	-	-	-	-	-
Cumulative Capital	4.6	6.9	8.0	8.0	8.0	8.0	8.0	8.0	8.0	8.0

6.A.3: Program FTEs

Figure 6.A.3 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 6.8 FTEs for this program in 2012 with 18.9 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 6.A.3: ADMS FTEs



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	6.8	8.9	3.2	-	-	-	-	-	-	-
Cumulative FTEs	6.8	15.7	18.9	18.9	18.9	18.9	18.9	18.9	18.9	18.9

SECTION 6.B: DEW Replacement

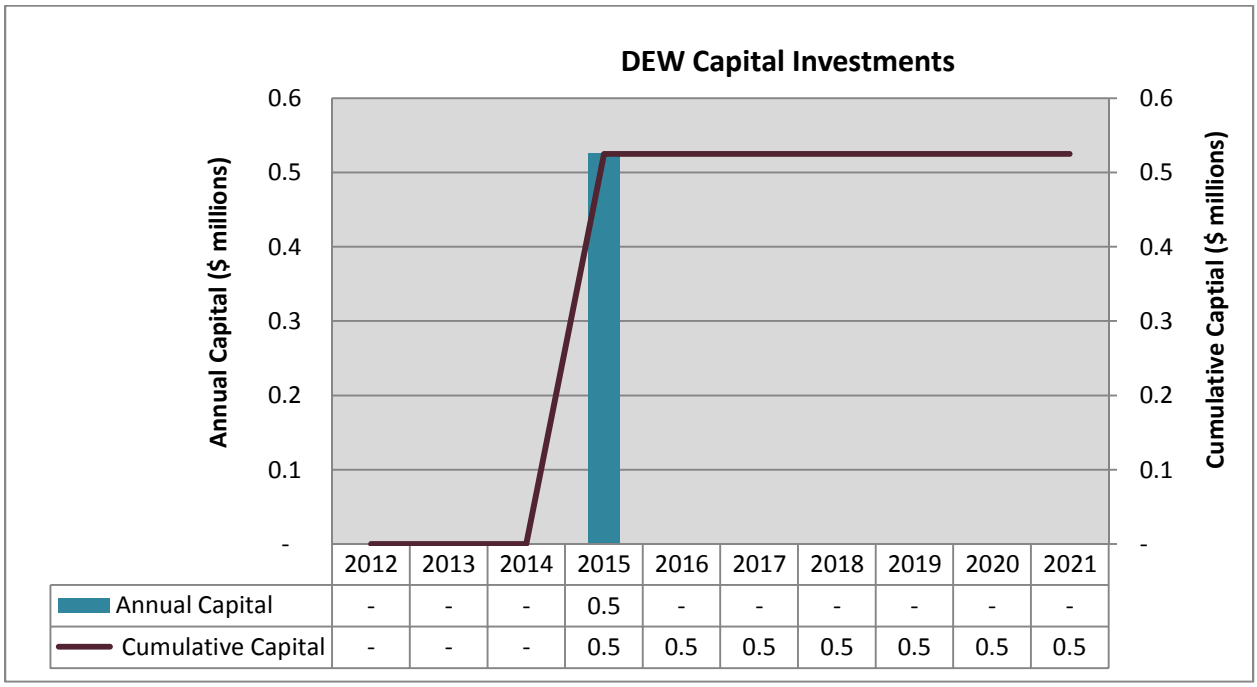
6.B.1: Program Scope

The project is to replace or update the current Engineering Analysis tool, which is called Distribution Engineering Workstation (DEW). This tool has limitations related to circuit balancing, capacitor bank placements, and voltage drop calculations. Replacement with a state of the art engineering analysis tool will effectively enable implementation of many of the smart grid programs which require distribution engineering analysis as part of the proposed project design.

6.B.2: Program Schedule/Capital Investments

Figure 6.B.2 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the completion of the ADMS program. In 2012 AIC invested $0M in the program. In total, AIC estimates the program investment to be $0.5 million of capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 6.B.2: DEW Capital Investments

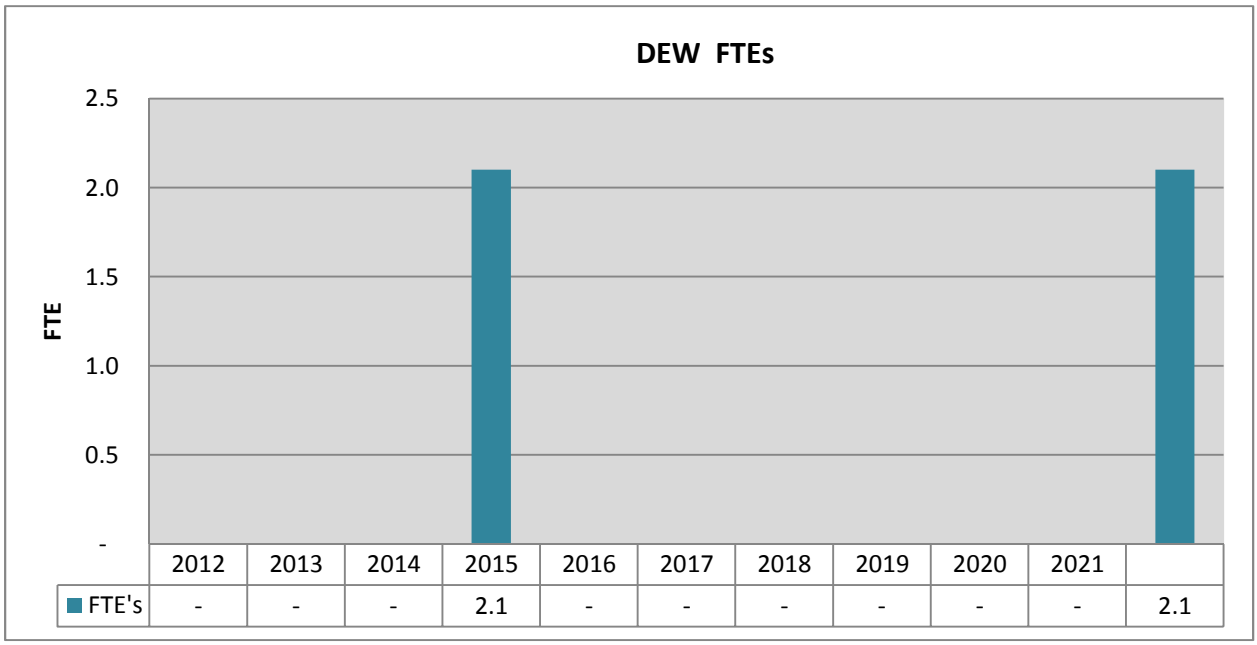


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	-	-	-	0.5	-	-	-	-	-	-
Cumulative Capital	-	-	-	0.5	0.5	0.5	0.5	0.5	0.5	0.5

6.B.3: Program FTEs

Figure 6.B.3 represents the estimated FTEs required to perform the scheduled scope of work. There were 0 FTEs for this program in 2012 with 2.1 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to, engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 6.B.3: DEW FTEs

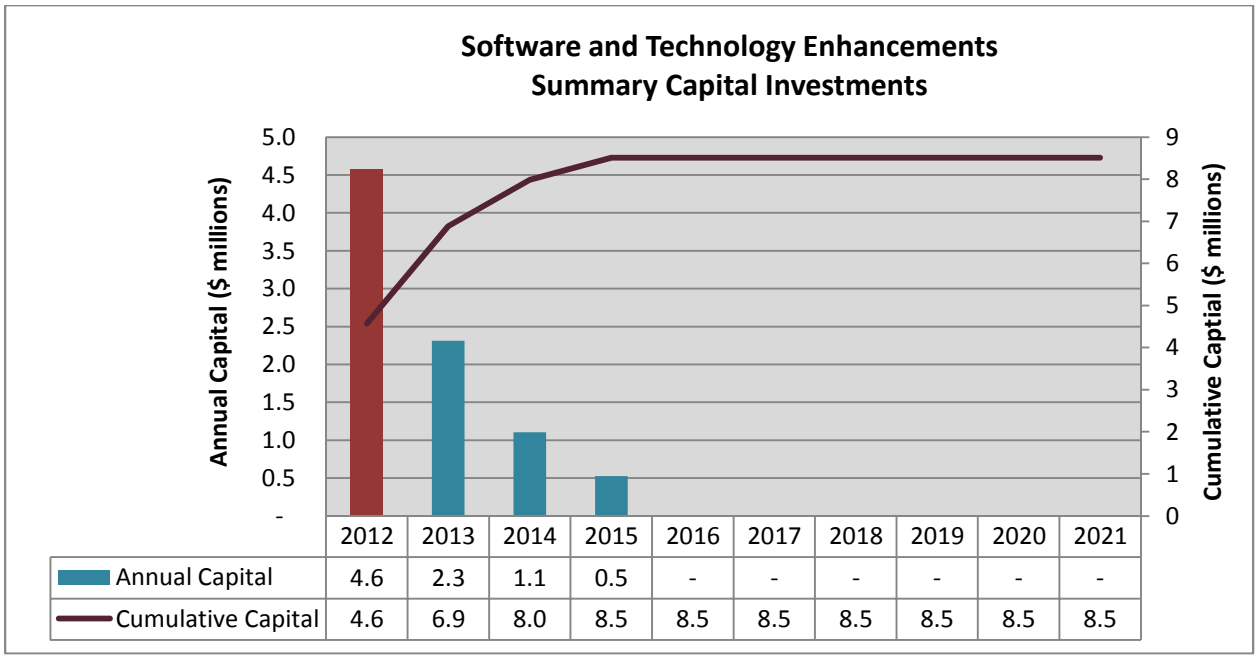


SECTION 6.C: Software and Technology Enhancements Summary

6.C.1: Summary Capital Investments

Figure 6.C.1 represents the actual capital investment for 2012, and the estimated capital investment for 2013-2021, for the Software and Technology Enhancements programs. In 2012 AIC invested $4.6M in the program. In total, AIC estimates the program investment to be $8.5 million of capital investment, plus associated expenses over the program period. Estimates of cost, scope of work, and schedules for that work may evolve over time.

Figure 6.C.1: Software and Technology Enhancements Summary Capital Investments

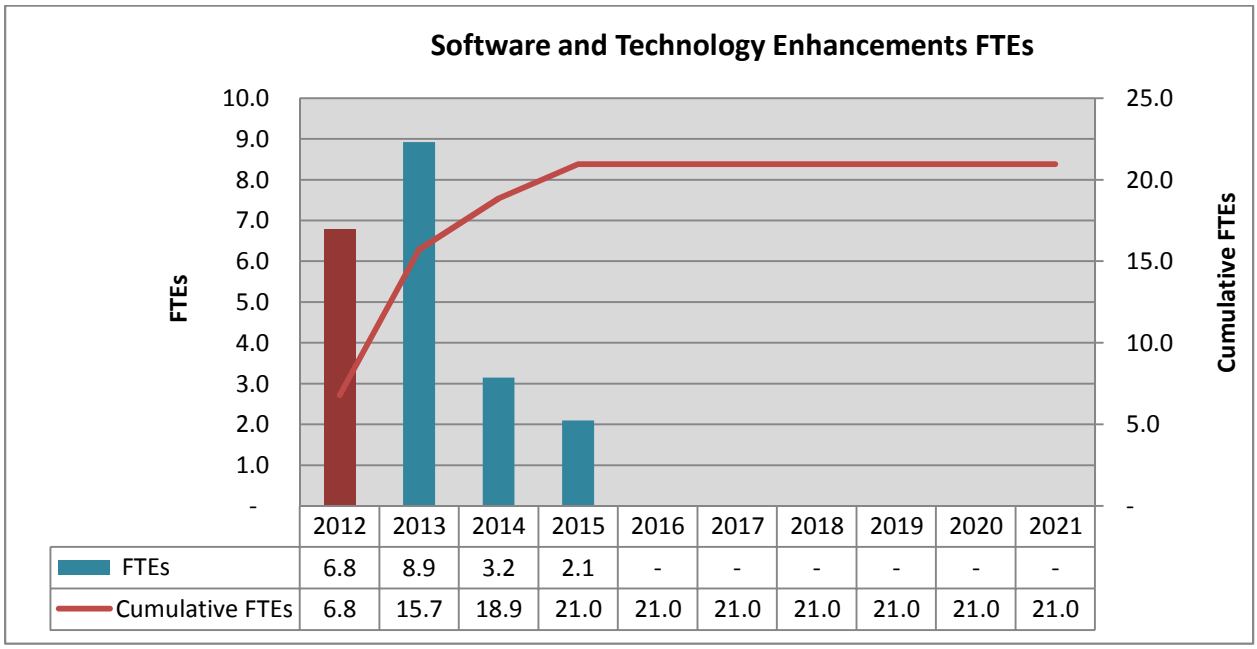


	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Annual Capital	4.6	2.3	1.1	0.5	-	-	-	-	-	-
Cumulative Capital	4.6	6.9	8.0	8.5	8.5	8.5	8.5	8.5	8.5	8.5

6.C.2: Program FTEs

Figure 6.C.2 represents the actual FTEs utilized in 2012 and the estimated FTEs required to perform the scheduled scope of work for 2013-2021. There were 6.8 FTEs for this program in 2012 with 21.0 annual FTEs projected in total for 2012-2021. Job classifications may include, but are not limited to engineers, technicians, work planners, finance support, safety support, scheduling support, supervision and craft.

Figure 6.C.2: Software and Technology Enhancements Summary FTEs



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
FTEs	6.8	8.9	3.2	2.1	-	-	-	-	-	-
Cumulative FTEs	6.8	15.7	18.9	21.0	21.0	21.0	21.0	21.0	21.0	21.0

Appendix A: Full-Time Equivalent Job Creation

A.1: Requirements from 220 ILCS 5/16-108.5

As defined in Section 16-108.5(b) of the Act, AIC will demonstrate that at least 450 full-time equivalent jobs in Illinois were created in a "peak program year," which is defined as the consecutive 12-month period with the highest number of full-time equivalent ("FTE") jobs that occurs between January 1, 2013 and December 31, 2015. These jobs will include direct jobs, contractor positions, and induced jobs. A portion of the FTE jobs created will include incremental personnel hired subsequent to AIC becoming a participating utility and filing its initial performance based formula rate.

A.2: Reporting Schedule

AIC will submit a report no later than April 1 of each year that includes any updates to the Plan. Such reports will include the number of FTE jobs created for the prior calendar year and cumulatively.

Further, AIC will report no later than 45 days after the last day of the first, second and third quarter of each year, which equates to the dates of May 15, August 14 and November 14 of each year, a verified quarterly report for the prior quarter including:

1. Total number of FTE jobs created during the prior quarter;
2. Total number of employees as of the last day of the prior quarter;
3. Total number of FTE hours in each job classification or job title;
4. Total number of incremental employees and contractors in support of the investments included in this Plan for the prior quarter; and
5. Any other information that the Commission may require by rule.

A.3: Full-Time Equivalent (FTE)

AIC will recognize for full time hours for an annual period 2,080 (52 weeks per year * 40 hours per week). A proration of the annual hours will be applied on smaller increments of time reporting. For example 520 hours will be used for quarterly reporting. FTEs are not deemed employee "head counts" and should not be confused with employment levels and trends. The 2,080 hours number will account for hours physically worked in support of the Plan as well as compensable hours for approved time off such as annual leave, holidays, sick leave, jury duty and other approved time off. To accomplish this, AIC will apply, where appropriate, certain productivity factors and manual adjustments that will compensate for hours not captured directly/otherwise; these are described further below. Additionally, these adjustments will vary based on category of FTE (employee or contractor).

A.4: Number of Hours Worked and Funded within the Annual Period for Specific Scopes of Work Pursuant to the Plan:

AIC will use the following to measure hours and ascertain equivalent FTEs:

1. Employees:
    a. Employee hours (e.g. physical workers) charged directly to work orders associated with specific scopes of work pursuant to the Plan; appropriate productivity factors will be applied for each classification based on their relative accounting; this will compensate for vacation, weather, delay time, travel time, etc.
    b. Additionally, employees who are on fixed accounting that provide direct support will charge their time directly to a work project.

c. Employees in direct support (e.g. supervisors) of those charging directly to work orders associated with specific scopes of work pursuant to the Plan will indirectly charge through established accounting relationships.

d. Employees that do not provide direct support (e.g. stores, fleet, some clerical support, safety, etc.) to specific scopes of work pursuant to the Plan will be captured through normal accounting processing of indirect overheads and loadings; a manual adjustment will then be made to ensure a portion of their time is captured for credit towards the Plan projects.

2. Contractors:

a. Contractor hours charged directly to work orders associated with specific scopes of work pursuant to the Plan. Hours will include "non-productive" time such as weather, delay time, etc., may include hours not worked due to vacation, sick leave, jury duty, depending upon the specific contractor.

b. Contractors in direct support of those charging directly to work orders associated with specific scopes of work pursuant to the Plan will be charged based on a percentage allocation (plus-up).

3. Induced Jobs:

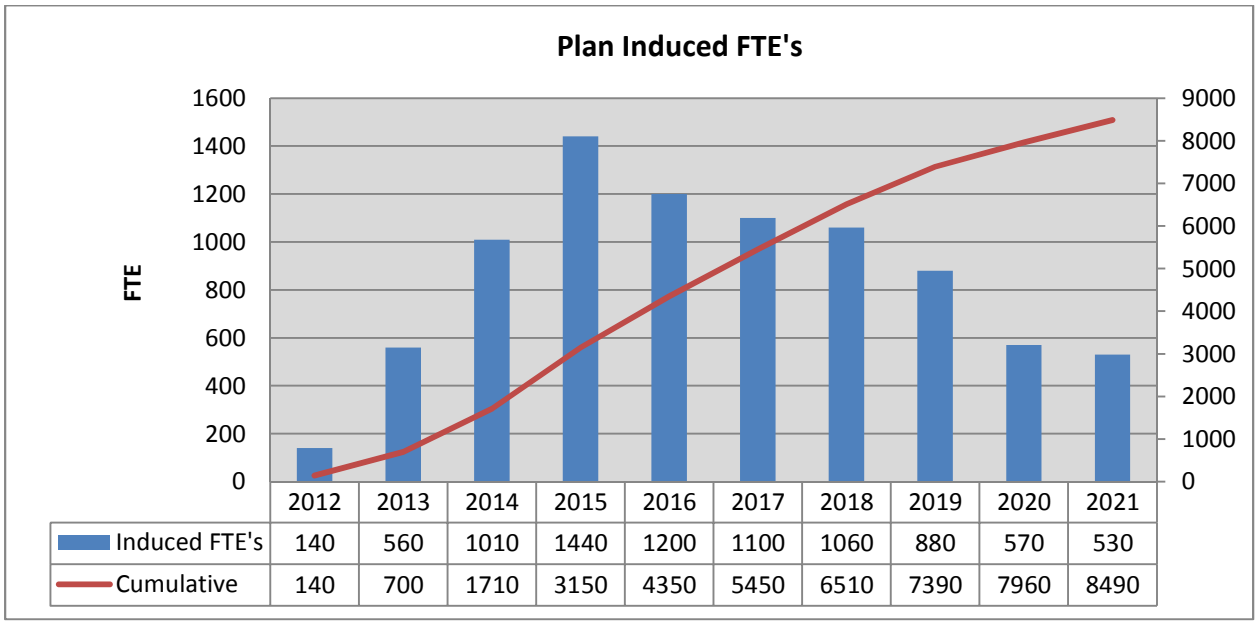
a. AIC secured through the University of Illinois a report that includes a net employment impact analysis which estimates from AIC capital and O&M expenditures for Plan projects direct and indirect job growth over the 10-year period.

b. AIC intends to apply this assessed induced job growth annually and reserves the right to apply the same on a quarterly basis (e.g. through required reporting during the peak period years).

c. Each project is currently scoped for the number of estimated FTEs it will take to perform project work. AIC anticipates it will meet a significant portion of the required 450 jobs during the peak program years through employees and contractors. Withstanding, a measure of induced jobs will be needed to fulfill the requirement.

d. Additionally, beyond reaching the target job requirement during the peak program years, AIC wants to fully acknowledge the induced job growth of its capital and O&M expenditures as outlined in the University of Illinois report; to that end, the induced FTEs for each program year are illustrated in Figure A.4 below. Annually, AIC will validate with University of Illinois that the job growth remains accurate based on AIC actual capital and O&M project expenditures to date and updated forecasts of capital and O&M project expenditures for the balance of the 10 year period.

Figure A.4: Plan Induced FTEs



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Induced FTE's	140	560	1010	1440	1200	1100	1060	880	570	530
Cumulative	140	700	1710	3150	4350	5450	6510	7390	7960	8490

A.5: Quarterly Reporting Requirements:

1) Total number of FTE jobs created during the prior quarter:
    a) Captured based on parameters outlined above on hours towards specific scopes of work pursuant to the Plan for both employees and contractors.
    b) 520 hours per FTE will be used for the quarterly reporting.
2) Total number of employees as of the last day of the prior quarter:
    a) Based on parameters of direct/allocated support specific to the provision of electric service for those operating in Illinois.
    b) In addition to employees, AIC will also report or make available contractor numbers within the same parameters.
3) Total number of FTE hours in each job classification or job title:
    a) Captured based on parameters outlined above on hours towards specific scopes of work pursuant to the Plan for both employees and contractors; delineated by specific classifications.
4) Total number of incremental employees and contractors in support of the investments included in this Plan for the prior quarter:
    a) Captured based on parameters outlined above on hours towards specific scopes of work pursuant to the Plan for both employees and contractors.

A.6: Definition of FTE Job Categories

- Direct jobs include employees of AIC and its affiliates.
- Contractor positions of AIC or its affiliates including non-employees, for example staff augmentation, project labor, outsourcing, consulting, physical craft contractors, clerical/administrative contractors, and construction of training facilities.
- Classifications for the employee and contractor categories may include but are not limited to engineers, technicians, work planners, finance support, safety support, scheduling support, supervision, HR support and craft.
- Induced jobs means jobs that are econometrically estimated using a statistical "jobs multiplier" of capital and O&M spending by project over time under this Plan. Induced jobs essentially account for the multiplier effects of direct and indirect jobs created, and are a function of such jobs

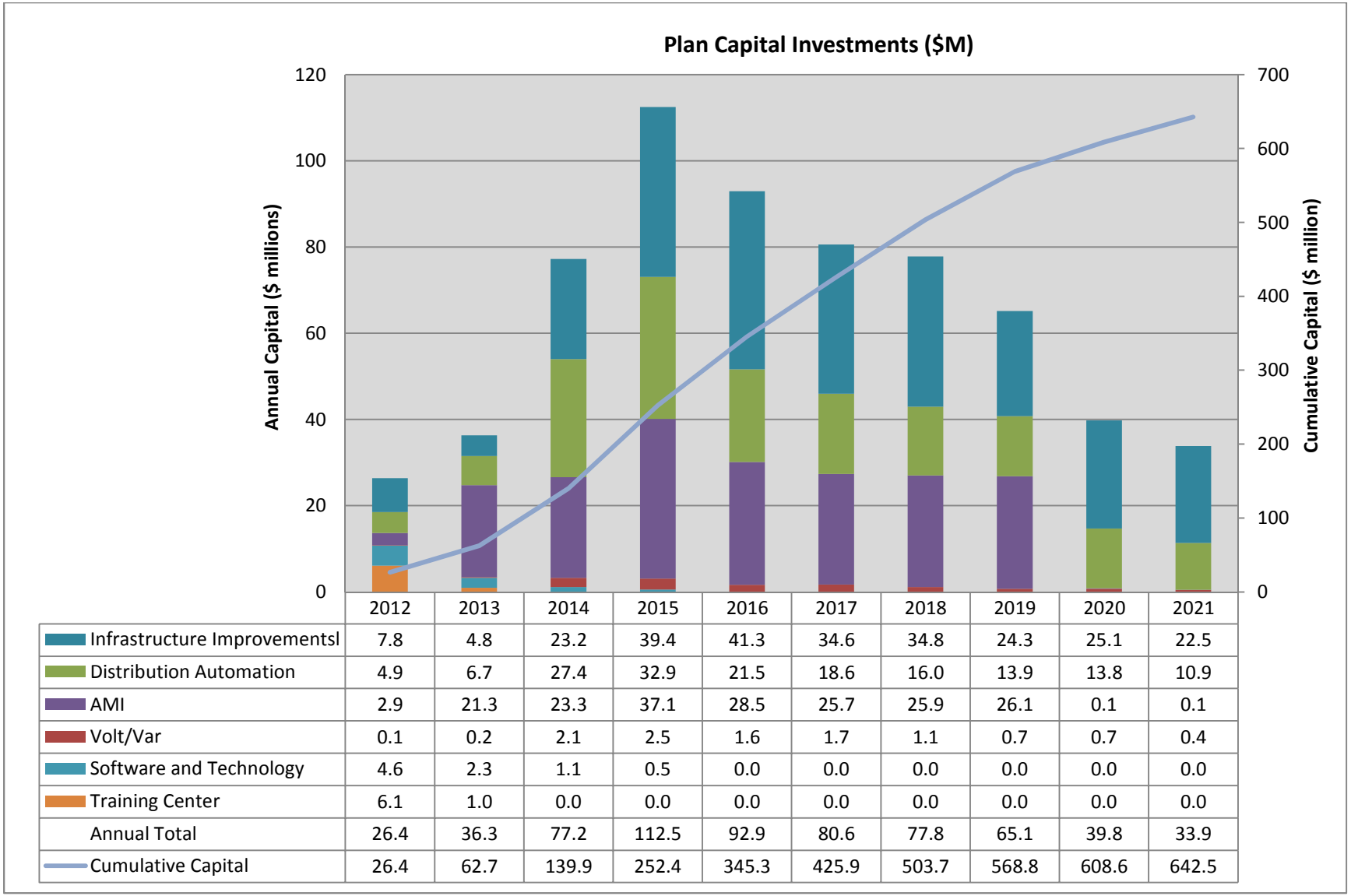
Appendix B: Summary-Level Plan Information

As required by Section 16-108 (b), the total estimated $642.5 million of cumulative capital investment under this Plan will be incremental to AICs total annual capital investment program, as defined in Section 16-108.5(b). That is, over the term of the Plan, AIC will invest an estimated cumulative total of $642.5 million more capital than a capital investment program that invested at an annual rate defined by AIC's average capital spend for calendar years 2008, 2009, and 2010, as reported in AIC's applicable Federal Energy Regulatory Commission ("FERC") Form 1s. Table B.1 and Figure B.2 shows the total 10 year capital projection for each sub category. Figure B.3 represents the actual incurred or projected total capital investment by year associated with AIC's Infrastructure Investment Program (Plan) by program. Table B.4 shows the total annual units installed or projected to be installed by the Plan and Figure B.5 represents the actual or projected FTEs as appropriate.

Table B.1: Summary of Plan 10-Year Capital Investments by Sub Category

Program	Capital Projection ($M)	
Infrastructure Improvements	$	257.9
Training Center	$	7.1
Distribution Automation	$	166.6
AMI	$	191.1
Volt/Var Optimization	$	11.3
Software & Technology Enhancements	$	8.5
Total	$	642.5

Figure B.2: Plan Capital Investments Summary



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Infrastructure Improvementsl	7.8	4.8	23.2	39.4	41.3	34.6	34.8	24.3	25.1	22.5
Distribution Automation	4.9	6.7	27.4	32.9	21.5	18.6	16.0	13.9	13.8	10.9
AMI	2.9	21.3	23.3	37.1	28.5	25.7	25.9	26.1	0.1	0.1
Volt/Var	0.1	0.2	2.1	2.5	1.6	1.7	1.1	0.7	0.7	0.4
Software and Technology	4.6	2.3	1.1	0.5	0.0	0.0	0.0	0.0	0.0	0.0
Training Center	6.1	1.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Annual Total	26.4	36.3	77.2	112.5	92.9	80.6	77.8	65.1	39.8	33.9
Cumulative Capital	26.4	62.7	139.9	252.4	345.3	425.9	503.7	568.8	608.6	642.5

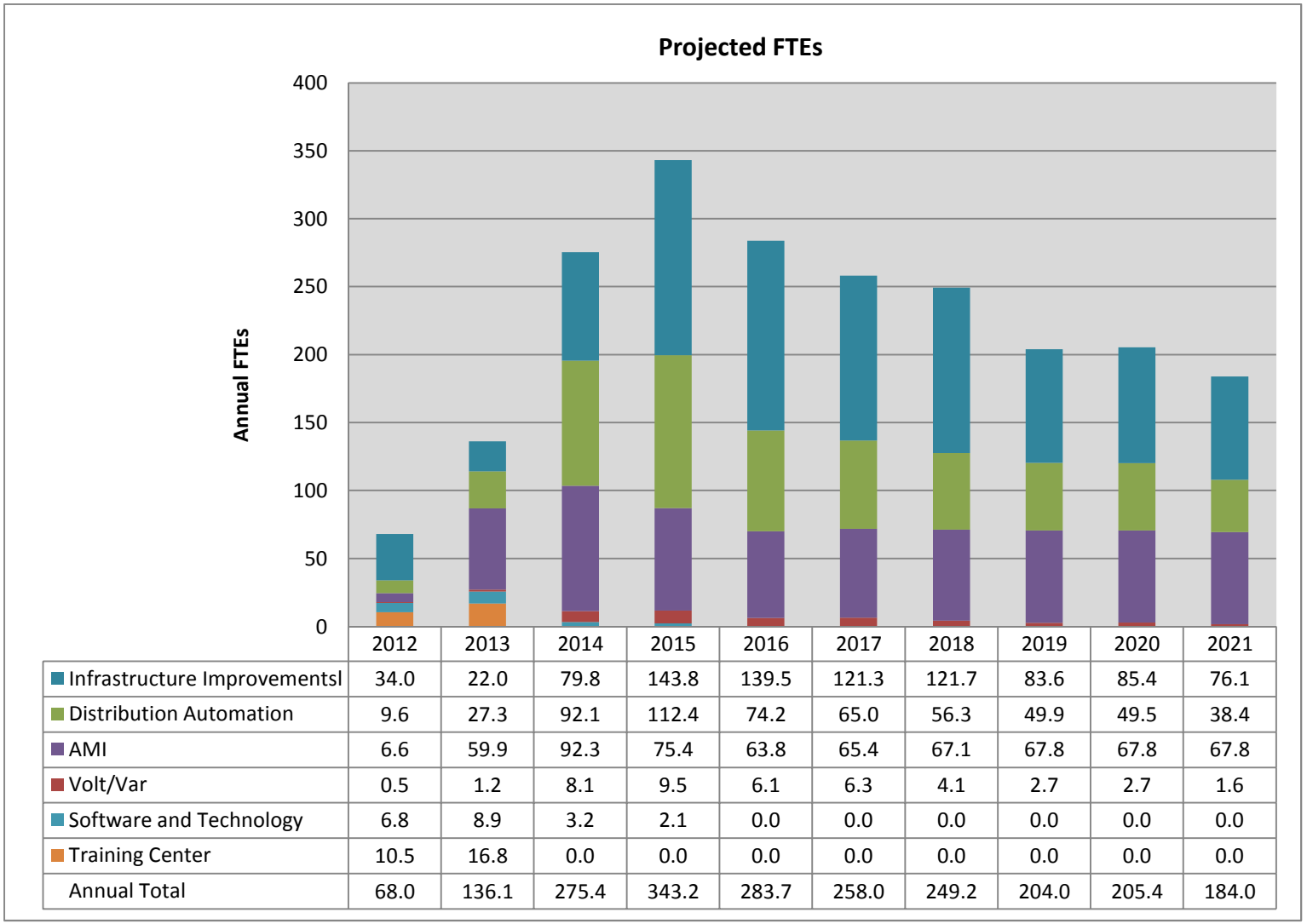
Table B.3 - Total Capital Program Investment Projected Annually for the Plan.

	Capital Expenditures $1000										
Infrastructure Improvements	**2012 Actuals**	**2013**	**2014**	**2015**	**2016**	**2017**	**2018**	**2019**	**2020**	**2021**	**Total**
Replace Primary Distribution Substation Reclosers	386.8	2024	5688	6461	4298	3591	3219	3066	2958	2725	34417
Substation Animal Protection	270.6	50	820	841	400	400	400	400	400	400	4382
Bulk Substation Improvements	0	82	298	485	993	1018	783	825	274	281	5039
Distribution Transformer Reserve	0	387	2200	2434	2789	3371	3456	3019	2754	3323	23733
Tie Line Capacity - Line 6973	0	0	0	1051	8615	1104	0	0	0	0	10770
Substation Low side Auto Transfer	0	0	77	788	788	788	764	420	420	0	4045
High Voltage Distribution Pole Reinforcement	947.1	18	1503	2041	1500	1500	1400	900	600	0	10409
Replace High Voltage Distribution Breakers	0	0	103	525	550	812	835	850	870	900	5445
Spacer Cable Program	1752.2	143	135	1302	900	900	939	0	0	0	6071
Rebuild Primary Distribution Lines	0	325	2364	3231	2611	3055	2240	892	914	937	16569
Primary Distribution Lines Capacity Additions	298.3	192	801	1386	1137	466	299	306	314	322	5521
Bulk Transformer Outage Mitigation	0	69	550	1421	2782	2851	2922	1426	1462	1426	14909
Rebuild High Voltage Distribution Lines	0	244	1186	7100	6800	9590	11880	8177	8113	7750	60840
Expand Bulk Supply Substations	0	269	3903	4640	4346	2970	3044	2680	4797	3639	30288
Underground Primary Distribution Cable	4096	921	2282	3231	1484	849	1670	500	514	524	16071
System Tie Primary Distribution	0	81	1300	2500	1283	1325	973	634	462	0	8558
CERT Remediation	94.1	0	0	0	0	0	0	250	250	250	844
Sub Total	$ 7,845	$ 4,805	$ 23,210	$ 39,437	$ 41,276	$ 34,590	$ 34,824	$ 24,345	$ 25,102	$ 22,477	$ 257,911
Distribution Automation											
Primary Distribution Automation	1888.1	1936	9000	14000	9450	9450	8049	7806	7635	4788	74002
Communication Infrastructure	603.5	2246	11471	10800	5523	3600	2332	895	910	925	39306
High Voltage Distribution Relaying	273.5	225	2683	3362	2604	2758	2609	2229	2285	2155	21183
Distribution Substation Metering	721.2	0	180	400	400	116	0	0	0	0	1817
High Voltage Distribution Automation	282.9	589	4089	4332	3518	2700	3000	3000	3000	3000	27511
Test Bed	1094.9	1713	0	0	0	0	0	0	0	0	2808
Sub Total	$ 4,864	$ 6,709	$ 27,423	$ 32,894	$ 21,495	$ 18,624	$ 15,990	$ 13,930	$ 13,830	$ 10,868	$ 166,626
AMI	$ 2,869	$ 21,339	$ 23,342	$ 37,076	$ 28,510	$ 25,659	$ 25,893	$ 26,144	$ 136	$ 88	$ 191,058
Volt/Var Optimization											
High Voltage Distribution Volt / Var Control	116	127	1177	1235	735	764	300	0	0	0	4454
Primary Distribution Volt/Var Control	0	38	970	1309	893	918	805	713	731	425	6802
Sub Total	$ 116	$ 165	$ 2,147	$ 2,544	$ 1,628	$ 1,682	$ 1,105	$ 713	$ 731	$ 425	$ 11,256
Software and Technology Enhancements											
ADMS	4569	2314	1105	0	0	0	0	0	0	0	7988
DEW Replacement	0	0	0	525	0	0	0	0	0	0	525
Sub Total	$ 4,569	$ 2,314	$ 1,105	$ 525	$ -	$ -	$ -	$ -	$ -	$ -	$ 8,513
Training Facilities	$ 6,125	$ 964	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 7,089
Total	$ 26,388	$ 36,296	$ 77,227	$ 112,476	$ 92,909	$ 80,555	$ 77,812	$ 65,132	$ 39,799	$ 33,858	$ 642,453

Table B.4 – Total Annual Units Projected to be Installed by the Plan

Units											
Infrastructure Improvements	**Planned Total Units**	2012 **Actuals**	**2013**	**2014**	**2015**	**2016**	**2017**	**2018**	**2019**	**2020**	**2021**
Replace Primary Distribution Substation Reclosers - (reclosers)	250	3	9	38	49	33	27	24	23	23	21
Substation Animal Protection - (substations)	60	4	0	14	11	5	5	5	5	6	5
Bulk Substation Improvements - (projects)	9	0	0	1	1	2	2	1	1	0	1
Distribution Transformer Reserve - (locations)	29	0	0	1	3	4	4	5	4	4	4
Tie Line Capacity - Line 6973	1	0	0	0	0	1	0	0	0	0	0
Substation Low side Auto Transfer - (locations)	15	0	0	0	3	3	3	3	2	1	0
High Voltage Distribution Pole Reinforcement - (poles)	1800	276	0	357	300	220	221	206	132	88	0
Replace High Voltage Distribution Breakers - (breakers)	25	0	0	0	5	2	3	4	4	3	4
Spacer Cable Program - (miles)	20	4	0	8	3	2	2	2	0	0	0
Rebuild Primary Distribution Lines - (miles)	100	0	0	17	19	16	18	13	5	6	6
Primary Distribution Lines Capacity Additions - (circuits)	16	2	1	5	2	2	1	1	1	0	1
Bulk Transformer Outage Mitigation - (locations)	6	0	0	0	1	1	1	1	1	1	0
Rebuild High Voltage Distribution Lines - (miles)	125	0	0	8	14	13	19	23	16	16	16
Expand Bulk Supply Substations - (locations)	2	0	0	0	0	1	0	0	0	1	0
Underground Primary Distribution Cable - (miles)	100	24	5	15	21	10	6	11	3	3	3
System Tie Primary Distribution - (miles)	75	0	0	12	22	11	12	9	6	4	0
CERT Remediation (projects)	6	3	0	0	0	0	0	0	0	1	2
Distribution Automation											
Primary Distribution Automation - (projects)	325	9	9	51	59	39	40	34	32	32	20
Communication Infrastructure	0	0	0	0	0	0	0	0	0	0	0
High Voltage Distribution Relaying - (terminals)	175	3	0	19	29	22	23	22	19	20	18
Distribution Substation Metering - (substations)	32	13	0	4	7	6	2	0	0	0	0
High Voltage Distribution Automation - (switches/reclosers)	125	4	5	19	19	15	12	13	13	13	12
Test Bed	0	0	1	0	0	0	0	0	0	0	0
Advanced Metering Infrastructure											
AMI Summary (meters - 000)	780	0	0	40	148	148	148	148	148	0	0
Volt/Var Optimization											
High Voltage Distribution Volt / Var Control - (locations)	100	3	0	18	32	19	20	8	0	0	0
Primary Distribution Volt/Var Control - (projects)	165	0	0	2	37	25	24	23	20	22	12
Software and Technology Enhancements											
ADMS (phases)	1	2	0	1	0	0	0	0	0	0	0
Replacement of DEW	1	0	0	0	1	0	0	0	0	0	0
Training Facilities											
Training Facilities (locations)	2	1	1	0	0	0	0	0	0	0	0

Figure B.5: Projected FTEs



	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021
Infrastructure Improvementsl	34.0	22.0	79.8	143.8	139.5	121.3	121.7	83.6	85.4	76.1
Distribution Automation	9.6	27.3	92.1	112.4	74.2	65.0	56.3	49.9	49.5	38.4
AMI	6.6	59.9	92.3	75.4	63.8	65.4	67.1	67.8	67.8	67.8
Volt/Var	0.5	1.2	8.1	9.5	6.1	6.3	4.1	2.7	2.7	1.6
Software and Technology	6.8	8.9	3.2	2.1	0.0	0.0	0.0	0.0	0.0	0.0
Training Center	10.5	16.8	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Annual Total	68.0	136.1	275.4	343.2	283.7	258.0	249.2	204.0	205.4	184.0

Attachments

Attachment 1: AIC MAP 2012 Annual Jobs Creation Report

Attachment 2: 2013 Plan